

Bylaws of the European Rope Skipping Organisation



V1.1 – 23.04.2019

§ 1: Name, domicile, area of activity, affiliation and working language

- (1) The organisation is called "European Rope Skipping Organisation", in short "ERSO".
- (2) It is located in Graz, Austria and is active in Europe.
- (3) The establishment of branch associations is not intended.
- (4) ERSO, originally founded on 29th May 1993 at Maskrosvägen 4, 23635 Höllviken, Sweden, is affiliated to „Fédération Internationale de Saut à la Corde“ (FISAC-IRSF).
- (5) The official working language of the organisation is English.

§ 2: Purpose

ERSO, which is a non-profit organisation, aims to promote the sport of rope skipping in all European countries, from recreational sport to high-performance sport and to unite all "National Rope Skipping Organisations" (NRSOs) of all European countries. It works together with the NRSO, and is the representative body of the NRSOs towards FISAC-IRSF and the International Jump Rope Union (IJRU).

§ 3: Means to achieve the purpose of ERSO

- (1) The purpose of ERSO is to be achieved through the idealistic and material means listed in sections 2 and 3.
- (2) To serve as idealistic means
 - a) Exercise of the sport Rope Skipping for all ages
 - b) Organisation of European Rope Skipping Championships and other Rope Skipping competitions
 - c) Organization of workshops, lectures, seminars and courses
 - d) Publication of European competition rules
 - e) Setting up a website and other social media appearances
- (3) The necessary material resources shall be raised by
 - a) membership fees
 - b) Income from ERSO events
 - c) revenue from advertising and sponsorship
 - d) Donations, bequests and other benefits

§ 4: Types of membership

- (1) The members of ERSO are divided into full, provisional, Individual and honorary members.
- (2) Full members are the NRSOs. Only one (1) NRSO per country can be a full member.
Provisional members are NRSOs or registered Rope Skipping clubs with non-profit status that do not fulfil all required criteria for full membership. Provisional membership is limited to a maximum of two (2) years.
Individual members are people who live in a European country without an NRSO or Rope Skipping club, that ERSO wishes to support and who wish to participate in ERSO events.
- (3) Honorary members are persons who are appointed to ERSO for special services.
- (4) Full and provisional members are automatically members of FISAC-IRSF.

§ 5: Acquisition of membership

- (1) Full, provisional and individual members can apply by sending the filled in membership application form and the therein listed documents to ERSO.
- (2) The Board of Directors decides on the admission of full, provisional and individual members. Membership decisions are ratified by the General Assembly.
- (3) The appointment as an honorary member shall be on request of the Board of Directors by the General Assembly.

§ 6: Termination of membership

- (1) The membership expires by voluntary withdrawal or by exclusion. The individual membership also expires on death.
- (2) The resignation can only take place at the end of the calendar year. It must be notified in writing to the Board at least three (3) months in advance. If the announcement is late, it is only effective on the next withdrawal date. For the timeliness the postage date / mailing date is decisive.
- (3) The exclusion of a full or a provisional member from the organisation can only be ordered for gross violation of member obligations, the violation of non-profit status and dishonourable behaviour by the General Assembly during the Annual General Meeting (AGM) or an extraordinary General Meeting with a majority of two thirds.
- (4) The exclusion of an individual member from the organisation can be ordered by the Board of Directors for gross violation of the member obligations and dishonourable behaviour.
- (5) Withdrawal of honorary membership may be decided by the General Assembly on application of the Board of Directors for the reasons stated in section 4.



§ 7: Rights and obligations of the members

- (1) The full, provisional and individual members are entitled to participate in all events as well as to make use of the ERSO facilities. The voting rights in the General Assembly as well as the active and passive voting rights are open to all full and provisional members.
- (2) Each member is entitled to demand from the Board of Directors that the Statutes be issued.
- (3) At least one tenth of the full and provisional members may request the Board of Directors to call a meeting of the General Assembly.
- (4) The members are to be informed in each general meeting by the executive board about the activity and financial management of the organisation. If at least one third of the members request this, stating the reasons, the board has to give the members concerned such information within four (4) weeks.
- (5) The members are to be informed by the Board of Directors about the audited financial statements (accounting). If this happens in the General Assembly, the auditors are to be involved.
- (6) The members are obliged to promote the interests of the association to the best of their ability and to refrain from doing anything that could destroy the reputation and purpose of the organisation. They must abide by the statutes of the organisation and the resolutions of the organisation's organs. Full, provisional and individual Members are required to pay the membership fees on time as agreed by the General Assembly.
- (7) Members of ERSO are required to comply with anti-doping and sports integrity requirements.

§ 8: Organisation bodies

Bodies of ERSO are the General Assembly (§§ 9 and 10), the Board of Directors (§§ 11 to 13), the Auditors (§ 14) and the Arbitral Tribunal (§ 15).

§ 9: General Assembly

- (1) The General Assembly is the "General Assembly" in the sense of the Association Act 2002. An ordinary General Assembly takes place at least every two (2) years.
- (2) An Extraordinary General Assembly will be held upon:
 - a. resolution of the Executive Board or the ordinary General Assembly,
 - b. written request of at least one tenth of the members,
 - c. request of the auditors (§ 21 (5) first sentence of the Association Act),
 - d. resolution of the auditor (§ 21 (5) second sentence of the Association Act, § 11 (2) fourth sentence of these Bylaws),
 - e. order of a court-appointed curator (§ 11 para. 2 last sentence of these statutes), within four (4) weeks.
- (3) The members of the ordinary as well as the Extraordinary General Assemblies must be sent a written invitation to attend, by e-mail (to the e-mail address communicated by the member to the organisation) at least six (6) weeks before the meeting date. The invitation must include the agenda of the General Assembly. The invitation is to be sent by the Executive Board (subsection 1 and subsection 2 lit. a - c), by the auditor (subsection 2 lit. d) or by a court appointed curator (subsection 2 lit e).
- (4) Proposals for the General Assembly must be submitted to the Executive Board in writing, by e-mail at least two (2) weeks before the date of the General Assembly.
- (5) Valid resolutions - except those concerning an application for convening an Extraordinary General Assembly - can only be taken on agenda points.
- (6) All members may attend the General Assembly. Only full and provisional members are entitled to vote. Each member country is entitled to attend the general Assembly with two (2) representatives, each with one (1) vote. The transfer of voting rights to another member by written authorization is permitted.
- (7) The members of the Board of Directors are not entitled to vote and are not allowed to be one of the representatives of their country. But they are allowed to receive the vote by proxy for another member country.
- (8) The General Assembly has a quorum when at least 50% of the members entitled to vote are present or represented by official proxy.
- (9) Elections and resolutions in the General Assembly are usually made by a simple majority of the valid votes cast. Resolutions with which the bylaws of the organisation are to be changed or the organisation is to be dissolved, however, require a qualified majority of two thirds of the valid votes cast.
- (10) The chairman of the General Assembly is the ERSO President, if absent then the Vice-President. If the Vice president is also absent, the oldest member of the board present presides.

§ 10: Tasks of the General Assembly

The general meeting is reserved for the following tasks:

- a) resolution on each submitted issue;
- b) receiving and approving the statement of accounts and the financial statements with the involvement of the auditors;
- c) election and removal of the members of the Board of Directors and the auditors;
- d) approval of legal transactions between auditors and association;
- e) relief of the Management Board;
- f) determining the amount of the membership fee and membership fees for full, provisional and individual members;



- g) ratification of full, provisional and individual membership
- h) awarding and withdrawing honorary membership;
- i) passing of changes to the Bylaws and the voluntary dissolution of the Organisation;
- j) Advice and decision on other issues on the agenda.

§ 11: Board of Directors

- (1) The Board consists of the President, the Vice-President, the Secretary and the Treasurer (the four (4) of whom form the Executive Board that is responsible for the daily affairs of ERSO) together with one (1) to five (5) additional Directors. There cannot be more than two (2) Directors selected from any one country. Should there be more than one (1) Director from any one country on the Board, this country only has one (1) vote when democratic Board decisions are made.
- (2) The Board is elected by the General Assembly, whereby a nominee for Director must possess the following qualifications:
 - a) must be an ERSO member for that year and have been for the previous two (2) years, which means either an individual member or a member of the NRSO/Club that is the ERSO member for the specified time,
 - b) must have attended two (2) European events within the last three (3) years,
 - c) must be nominated by the NRSO/club, in case of a full or provisional membership,
 - d) must be present at the election.

In the event of the departure of an elected Board member, the Board has the right to co-opt in its place another eligible member, which requires the subsequent approval in the next General Assembly. A Director elected to fill a vacancy is elected for the unexpired term of his predecessor in office. If the Board fails to self-supplement by co-opting at all or for an unpredictably long time, then each auditor is obliged to convene without delay an Extraordinary General Assembly for the purpose of electing a new Board. Should the auditors also be incapacitated for action, every full member who recognizes the emergency situation must immediately apply for the appointment of a curator to the competent court, who must immediately convene an extraordinary General Assembly.

- (3) The term of office on the Management Board is three (3) years. Re-election is possible without a maximum for consecutive terms of office. Every function in the Board is to be exercised personally. Within the guidelines of the ERSO-Bylaws three (3) of the nine (9) positions will be made available on a rotational basis for nomination to the General Assembly. The three (3) vacant positions will be elected by the General Assembly by way of vote during the AGM.
- (4) The Board shall be summoned in writing or verbally by the President (when unavailable, by his deputy). If he too is prevented for an unpredictably long time, any other Board member may summon the Board.
- (5) Board meetings may be held via conference call (to avoid unnecessary travelling expenses). The Board has a quorum if all its members have been invited and at least half of them are present. However directors can vote by proxy. Each Director can represent one (1) Director by proxy.
- (6) The Board of Directors passes its resolutions by a simple majority of votes; in case of a tie, the vote of the chairman is the decisive factor.
- (7) The chairman is the President, in case of hindrance the Vice President. If neither is present, the Board members can appoint the oldest member of the Board present to be chairman of a meeting.
- (8) Apart from the death and expiry of the term of office (paragraph 3), the function of a member of the Board expires through removal (paragraph 9) and resignation (paragraph 10).
- (9) The General Assembly may at any time withdraw the entire Board or individual members thereof. The removal takes effect with the appointment of the new Management Board or Board member.
- (10) The members of the Management Board may at any time declare their resignation in writing. The declaration of resignation is to be addressed to the Board, in the event of the resignation of the entire Board to the General Assembly. The resignation becomes effective only with election or co-opting (paragraph 2) of a successor.

§ 12: Tasks of the Board

The board is responsible for the management of the organisation. It is the "governing body" within the meaning of the Association Act 2002. It is assigned all tasks that are not assigned within the Bylaws to another body. The responsibilities include in particular the following:

- a) establishment of an accounting system conforming to the requirements of the Organisation, with a regular record of income / expenses and the maintenance of a list of assets as a minimum requirement;
- b) preparation of the annual budget, the annual report and the clearance of accounts;
- c) Preparation and convening of the General Assembly in the cases of § 9 para. 1 and para. 2 lit. a - c of these Bylaws;
- d) informing the members about activities and decisions within ERSO and the audited financial statements;
- e) administration of ERSO's assets;
- f) admission and exclusion of full, provisional and individual ERSO members

§ 13: Special Obligations of Individual Members of the Management Board

- (1) The President together with the other three (3) members of the Executive Board manages the current affairs of the organisation.



- (2) The President represents the organisation to the outside. Written ERSO documents require the signature of the President and the Secretary General to be valid, in money matters (assets dispositions) of the President and the Treasurer. Legal transactions between members of the Management Board and the Organisation require the approval of another member of the Management Board.
- (3) Authorizations to represent ERSO externally or to subscribe to it may only be granted by those members of the management board referred to in para. 2.
- (4) In case of imminent danger, the President is entitled, even in matters which are in the scope of action of the General Assembly or of the Executive Board, to make autonomous decisions on his own, however, these require the subsequent approval of the competent association body.
- (5) The President presides over the General Assembly and the Board of Directors.
- (6) The Secretary shall keep the minutes of the General Assembly and of the Board meetings.
- (7) The Treasurer is responsible for the proper financial management of ERSO.
- (8) In the case of hindrance, the President is replaced by the Vice-President.
- (9) In the case of hindrance of the Secretary or the Treasurer, they represent each other.

§ 14: Auditors

- (1) Two (2) auditors shall be elected by the General Assembly for a term of two (2) years. Re-election is possible. The auditors may not belong to any ERSO body, except the General Assembly, whose activity is the subject of the audit.
- (2) The auditors shall be responsible for the day-to-day business control and the audit of the financial management of ERSO with regard to the regularity of accounting and the use of the funds in accordance with the Articles of Incorporation. The Management Board must provide the auditors with the necessary documents and provide the necessary information. The auditors shall report to the Board on the result of the audit.
- (3) Legal transactions between auditors and the Association require the approval of the General Assembly. Otherwise, the provisions of § 11 (8) to (10) apply mutatis mutandis to the auditors.

§ 15: Arbitration Court

- (1) For arbitration of all disputes arising from the association relationship, the internal arbitration court is appointed. It is a "mediation facility" within the meaning of the Association Act 2002 and no arbitral tribunal according to §§ 577 ff ZPO.
- (2) The arbitral tribunal is composed of three members of the Organisation. It is formed in such a way that a dispute makes the member a member of the board as a referee in writing. At the request of the Board within seven days, the other party to the dispute shall, within 14 days, nominate a member of the Arbitration Tribunal. After agreement by the executive committee within seven days, the nominated arbitrators shall elect a third full member to the chair of the arbitral tribunal within a further 14 days. In the case of equality of votes, the decision is by Lot. The members of the tribunal shall not belong to anybody (except the General Assembly) whose activity is the subject of the dispute.
- (3) The arbitral tribunal shall make its decision after granting of mutual hearing in the presence of all its members by a simple majority of votes. It decides to the best of knowledge and belief. Its decisions are final.

§ 16: Privacy

The provision on data protection must be strictly adhered to. By joining, each member gives the irrevocable consent that his personal data, in particular name and profession, function are processed and passed on in the organisation, in particular for the information, bookkeeping, delivery of all kinds of information material. Furthermore, each member gives by joining, the irrevocable consent to the use of image and video material for advertising and information purposes on websites, social media and newspapers and magazines.

§ 17: Voluntary dissolution of the organisation

- (1) The voluntary dissolution of the organisation can only be decided in a General Assembly and only by a two-thirds majority of the valid votes cast.
- (2) This General Assembly shall also decide on the liquidation, provided that the organisation's assets are available. In particular, it must appoint a liquidator and decide on to whom to transfer the assets remaining after covering the liabilities. The assets are to be transferred to an organization which, in accordance with the BAO as amended, has the same or similar charitable purposes as ERSO. Otherwise, the assets are to be used for benevolent or ecclesiastical purposes in accordance with the BAO in the current version. This applies mutatis mutandis even with official resolution or in the case of elimination of the favoured purpose.

§ 18: Gender formulation

For all terms referring to persons, the chosen wording means both sexes, even if the male form was chosen for reasons of readability.