

# CONSTITUTION

## INTERNATIONAL KITEBOARDING ASSOCIATION (e.V.)

### § 1 Name and registered office of the Association, Fiscal Year

1 The full name of the association is "International Kiteboarding Association." It shall be registered in the German association register, and then add "eV" to it's name.

2 The International Kiteboarding Association eV (hereinafter called "IKA") is a nonprofit professional sports association ("Class") of the International Sailing Federation (ISAF).

2 The association has its registered office at the domicile of the respective Managing Director ("Executive Secretary"). This is currently Rohrbecker Weg 43, 14612 Falkensee, Germany. Changes of address and thus the registered office does not require a resolution of the General Assembly.

3 The official language of the Association, other than this constitution, is English.

4 The fiscal year is the calendar year.

### § 2 Purpose and mission, the non-profit association, membership in associations

1 The IKA pursues exclusively and directly charitable purposes within the meaning of the "tax-privileged purposes" of the german tax law.

2 Purpose of the association is to promote the kitesurfing sport on a global level, this includes:

- To coordinate the affairs of the class and any future kiteboarding classes including but not limited to IKA Formula Kite, IKA Open, IKA Twin Tip Racing, IKA Twin Tip Freestyle, IKA Wave, IKA Slalom, IKA Speed, IKA Foil.

- To represent the interests of the athletes and their national class associations to the ISAF

- To promote national and international competitions in kiteboarding and coordinate -

- To promote the grassroots level.

- To hold World and Continental Championships of the kiteboarding classes. The IKA (the Executive Committee) may delegate the organization and implementation.

- Full Members of the Association are to hold national championships.

3 The Association works altruistic, it does not pursue economic purposes.

4 Funds may only be used for statutory purposes. The members do not receive any payments from the funds of the Association. No person may receive disproportionately high remuneration or reimbursement of expenses that are not related to the purpose of the association.

5 The association is a member of the International Sailing Federation (ISAF) and the International Windsurfing Association (IWA). Membership in other international top sports associations is encouraged.

### **§ 3 Membership**

1 The Association recognizes the following member types:

a) Full membership is available - subject to payment of the annual membership fee – to each national associations regulating the activity of the class in that country. The IKA Board may request appropriate prrof for the jurisdiction of the requesting Member in the relevant country.

b) Corporate Membership is - subject to payment of the annual membership fee - open to any manufacturer of kites, boards or other dedicated equipment manufacturers in the sport of kiteboarding

c) Associate Membership ("Associated Membership") is open to any natural or legal person who is engaged in the sport of kiteboarding.

d) Individual membership ("Individual Membership") is open - subject to payment of the annual membership fee - to any natural person, where there is no full member in its country of origin.

2 Requests for membership to the Association shall be requested in writing to the Executive Committee. The Executive Committee decides on the application for membership.

3 Membership shall become effective upon payment of the membership fee.

### **§ 4 Membership Fees**

1 Full Members - The annual membership fee is fixed from time to time by the General Assembly. The membership fee is due on 1 January each year. Members who do not pay their dues, are not entitled to exercise any rights and benefits arising from the membership.

2 Associate membership - the membership fee equals the sanctioning fee per event or an amount to be determined by the Board.

3 Other memberships - annual membership fee is fixed from time to time by the General Assembly. It is due on 1 January each year.

4 Defaulters - Members whose dues March are not paid until 1, have no eligibility for the class championships.

### **§ 5 Termination of Membership**

1 Membership in the association is terminated by death, resignation or expulsion for individuals, or insolvency, resignation or exclusion of legal persons.

2 The termination needs to be in writing to the Executive Committee with a period of two months to the end of the fiscal year.

3 A member may be excluded by a resolution of the general meeting of the association, when

a) it seriously damaged the reputation or the interests of the association or the repeatedly violated the duties imposed by the constitution or

b) is more than three months with the late with the payment of membership fees despite written notice under threat of exclusion.

The member shall be given the opportunity to comment on the reasons of exclusion in the General Assembly. The reasons must be communicated to him at least two weeks in advance.

## **§ 6 Bodies of the Association**

Bodies of the Association are the Executive Committee and the General Assembly. The Association may establish specific tasks sub-committees.

## **§ 7 Executive Committee**

1 The Executive Committee is responsible for the representation of the association and for the management of all business that has not been transferred to other institutions by the general assembly of the association. The executive committee represents the association (the kiteboarding classes) to all national and international organizations, agencies and authorities. It has, amongst others, the following responsibilities:

- a) The preparation and conduct of the Annual General Meeting, including the setting of the agenda
- b) The implementation of resolutions of the General Assembly
- c) The administration of the Association's assets and the preparation of the annual report
- d) The admission of new members

2 The Executive Committee consists of the Chairman, the Vice Chairman, the Executive Secretary (Managing Director / CEO), the Treasurer and, if necessary, other members of the Board without special scope of business. The total number of Board members is seven (7).

3 The Chairman and Executive Secretary represent the association alone, otherwise, the association is represented by two members together.

4 The members of the executive committee (usually the executive members) may receive an adequate remuneration for their work.

5 The Executive Committee may select additional persons with special knowledge and skills for advise, but they are not entitled to vote.

6 The Executive Committee, excluding the Chairman and Executive Secretary shall resign in two year cycles from the board, but are eligible for re-election. The Chairman and the Executive Secretary shall be elected for four years and eligible for re-election.

7 Each member of the Executive Committee, other than the Chairman and the Executive Secretary, may appoint a proxy to attend board meetings.

8 The Executive Committee may have the right to fill vacant positions - other than the chairman -, this appointment must be confirmed at the next General Meeting.

9 Each Executive Committee member has one vote. Decisions are taken by simple majority. In the case of equality of votes the Chairman shall have one additional vote

10 Commercial tour operators have no voting rights, but may be involved as a consultant.

11 3 members of the Executive Committee constitute a quorum.

12 Meetings must be called at least 14 days before the meeting date. The notice shall contain an agenda. Meetings and votes can be carried out in the form of telephone conferences or other appropriate methods.

13 The assets of the Association shall be conducted in a form approved by the Executive Committee.

## **§ 8 General Assembly**

1 The General Assembly is the authoritative body of the association and transmits the general management and day to day business to the Executive Committee. In addition, she is responsible for the following matters:

- a) amendments to the Articles of the Association and all "Class Rules"
- b) the dissolution of the Association,
- c) the appointment of honorary members, as well as the exclusion of members of the association,
- d) the election and removal of members of the Executive Committee,
- e) the receipt of the annual report and the formal approval of actions of the Executive,
- f) the determination of the admission fee and membership fees.

2 At least once a year, if possible during an international championship, the Executive Committee shall call an ordinary general meeting

3 Each full member and each member of the executive committee shall have one vote.

4 25% of the full members and the Executive Board shall constitute a quorum.

5 The agenda should include at least:

- a) Minutes of the previous meeting
- b) Report of the Chairman
- c) Report of the Executive Secretary
- d) Financial Report
- e) Elections
- f) Other (including amendment of the articles and "Class Rules")

6 Elections. All nominations must be submitted in writing with the consent of the nominee at least two weeks before the Annual General Meeting to the Executive Secretary. Candidates who cannot attend the General Meeting must confirm their agreement in writing to the Executive Secretary.

7 Each full member and each member of the executive committee has one vote, but may hold proxies from other full members or executive committee members. Each Representative can hold a maximum of three votes, his own and two proxies.

Proxies must be submitted to the Chairman or the Executive Secretary in writing prior to the meeting. The name of the delegator and the proxy shall be announced prior to the start of the session.

8 An extraordinary general meeting may be convened by the Executive Secretary as required by decision of the Executive Secretary.

9 Invitations to all general and special meetings must be published at least four weeks before the meeting, any agenda topics for voting must be published at least 14 days prior to the meeting on the associations website. The obligation to publish is satisfied if the invitation and other necessary

documents for voting has been sent to the last known email address of the members, and / or published on the associations website. The non-reception of papers and ballots by members or votes by mail / electronic mail shall not lead to invalidity of the meeting / vote.

10 For all general meetings decisions are taken by simple majority, except amendments to the constitution and all "Class Rules". Amendments to the constitution and all "Class Rules" shall be decided by simple 2/3 majority

11 Voting will take place by show of hands, unless at least three of the members present demand a secret ballot or election. In the case of a tied vote, the chairman has an additional vote.

### **§ 9 sub-committees**

1 Advisory Sub-Committees shall include at least one member of the executive committee.

2 Advisory Sub-Committees will be appointed by the General Assembly

3 Advisory sub-committees report to the General Assembly

4 Advisory Sub-Committees will be appointed for a limited or unlimited duration.

### **§ 10 Amendment of Articles of Association**

1 The articles of the association may be amended only by decision of the General Assembly, in accordance with § 8.

### **§ 11 Dissolution of the Association, termination for other reasons, eliminating of tax purposes beneficiary**

1 The dissolution of the association requires a simple 9/10 majority of the voting members at a General Meeting.

2 In case of dissolution of the Association, the Chairman of the Executive Committee and his deputy are jointly authorized liquidators, if the General Assembly does not appoint other persons.

3 With the dissolution of the Association, the assets of the organization will go to a non-profit organization selected by the General assembly, with similar objectives to the IKA and has to be used directly and exclusively for charitable purposes.

4 The foregoing provisions shall apply mutatis mutandis if the club dissolved for another reason is or loses its legal capacity.