

Bylaws of the European Rope Skipping Organisation



V2.1 – 16.10.2020

§ 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) The ERSO, originally founded on 29th May 1993 at Maskrosvägen 4, 23635 Höllviken, Sweden, is affiliated to the "International Jump Rope Union" (IJRU), as the world governing body of the sport of Rope Skipping / Jump Rope.
- (5) The official working language of the organisation is English.

§ 2: Purpose

The ERSO, which is a non-profit organisation, aims to promote the sport of Rope Skipping / Jump Rope in all European countries, from recreational sport to high-performance sport and to unite all "National Rope Skipping / Jump Rope Organisations", the National Governing Bodies (NGBs) of all European countries. It works together with the NGBs, and is the representative body of the NGBs towards IJRU.

As definition of "country", the ERSO refers to the definition of the IOC. In the Olympic Charter, the expression "country" means an independent State recognised by the international community

Note: for a better readability, only Rope Skipping is mentioned in this document, but always means both denominations of the sport: Rope Skipping and Jump Rope.

§ 3: Means to achieve the purpose of the ERSO

- (1) The purpose of the 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) Organisation of educational events
 - 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) Grants
 - e) Donations, bequests and other benefits

§ 4: Types of membership

- (1) The members of the ERSO are divided into full, provisional and observational members.
- (2) Full members are the NGBs, registered with the respective entities in their country and recognised by the highest sporting authority in their country.



- (3) Provisional members are the NGBs, registered with the respective entities in their country
- (4) Observational members are groups that are not yet registered with the respective entities in their country, but intend to do so in the future. Observational membership is limited to 2 years, with option of extension after the review from the Board of Directors.
- (5) There can only be one member per country.
- (6) All membership levels have to be non-profit.

§ 5: Acquisition of membership

- (1) All members have to be IJRU members, and can apply by sending the filled in membership application form and the therein listed documents to the ERSO.
- (2) The Board of Directors decides on the admission of the members. Membership decisions are ratified by the General Assembly.

§ 6: Termination of membership

- (1) The membership expires by voluntary withdrawal, by exclusion or by termination of the IJRU membership.
- (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 member from the organisation can only be ordered for violation of member obligations, the violation of non-profit status and dishonourable behaviour by the General Assembly, on recommendation of the Board of Directors, during the Annual General Meeting (AGM) or an extraordinary General Meeting (EGM) with a majority of two thirds.
- (4) Upon exclusion of a member there is no refund of already paid membership fees.

§ 7: Rights and obligations of the members

- (1) The full and provisional members are entitled to participate in all events as well as to make use of the ERSO facilities. The voting rights in the AGM as well as the active and passive voting rights are open to all full and provisional members.
- (2) The observational members are entitled to participate in all events except the IJRU sanctioned events, as well as to make use of the ERSO facilities. The voting rights in the AGM as well as the active and passive voting rights are open to all observational members
- (3) Each member is entitled to demand from the Board of Directors that the Bylaws to be issued.
- (4) At least one tenth of the full and provisional members may request the Board of Directors to call a meeting of the General Assembly.
- (5) The members are to be informed in each AGM 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.
- (6) The members are to be informed by the Board of Directors about the audited financial statements (accounting). If this happens in the AGM, the auditors are to be involved.
- (7) 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 bylaws of the organisation and the resolutions of the



organisation's organs. Members are required to pay the membership fees on time as agreed by the General Assembly.

- (8) Members of the ERSO are required to comply with anti-doping requirements (WADA), sports integrity requirements, and to recognise the jurisdiction and decisions of CAS.

§ 8: Organisation bodies

Bodies of the ERSO are the members in form of the General Assembly (§§ 9 and 10), the Board of Directors (§§ 11 to 13), the Auditors (§ 15) and the Arbitral Tribunal (§ 16).

§ 9: General Assembly and Annual General Meeting

- (1) The Annual General Meeting (AGM) is the "General Assembly" in the sense of the Association Act 2002. An AGM takes place yearly, preferably in person during ERSO events. If this is not possible the AGM takes place virtually. The time and place will be set by the Executive Board.
- (2) An Extraordinary General Meeting (EGM) will be held (in person or virtually) upon:
 - a. Resolution of the Executive Board or the 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 (3) fourth sentence of these Bylaws),
 - e. Order of a court-appointed curator (§ 11 (2) last sentence of these bylaws), within four (4) weeks.
- (3) The members of the AGM as well as the EGM 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 AGM. 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 AGM must be submitted to the Executive Board in writing, by e-mail at least two (2) weeks before the date of the AGM.
- (5) Valid resolutions - except those concerning an application for convening an EGM - can only be taken on agenda points.
- (6) All members and invited guests may attend the AGM. All members are entitled to vote. Each full and provisional member has two (2) votes and is entitled to attend the AGM with a max. of two (2) representatives. Each observational member has one (1) vote and is entitled to attend the AGM with one (1) representative. Representatives may attend the AGM in person or virtually.
- (7) The Directors are not entitled to vote and are not allowed to be one of the representatives of their country.
- (8) The General Assembly has a quorum when at least 51% of the members entitled to vote are present.
- (9) Elections and resolutions in the AGM are 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 chairperson of the AGM is the ERSO President, if absent then the Vice-President. If the Vice president is also absent, the longest serving Director present presides.



§10: Tasks of the General Assembly

The AGM 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 Board of Directors;
- f) Determining the amount of the membership fee;
- g) Ratification of full, provisional and observational membership
- h) Awarding and withdrawing membership to the Honorary Panel;
- 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 of Directors (in short "the Board") consists of the President, the Vice-President, the Secretary and the Treasurer together with 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.

The Directors have to be from a country whose NGB is an ERSO member.

- (2) The Board is elected by the General Assembly, whereby a new nominee for Director must be present at the election and must be nominated by the NGB that is an ERSO member for that year and has been for the previous two (2) years.
- (3) In the event of the departure of an elected Director, the Board has the right to co-opt in its place another eligible member, which requires the subsequent approval in the next AGM. A Director elected to fill a vacancy is elected for the unexpired term of his predecessor in office. If no suitable person is found the position can stay vacant.

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 EGM for the purpose of electing a new Board. Should the auditors also be incapacitated for action, every full member who recognises the emergency situation must immediately apply for the appointment of a curator to the competent court, who must immediately convene an EGM.

- (4) The term of office on the 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 yearly 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.
- (5) The Board shall be summoned in writing or verbally by the President (when unavailable, by his deputy). If he/she too is prevented for an unpredictably long time, any other Director may summon the Board.
- (6) Board meetings may be held via conference call. The Board has a quorum if all its members have been invited and at least half of them are present.
- (7) The Board passes its resolutions by a simple majority of votes; in case of a tie, the vote of the chairperson, who regularly does not vote, is the decisive factor.
- (8) The Directors have to inform the chairperson of the meeting if there is a conflict of interest and they can not vote.



- (9) The chairperson is the President, in case of hindrance the Vice President. If neither is present, the Directors can appoint the longest serving Director present to be chairperson of a meeting.
- (10) Apart from the death and expiry of the term of office (§11 (4)), the function of a Director expires through removal (§ 11 (11), § 11 (13)) or resignation (§ 11 (12)).
- (11) 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 Board of Directors or Directors.
- (12) The Directors 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 (§11 (3)) of a successor.
- (13) A Director may be expelled by the rest of the Board in case of dishonourable behaviour. The expelling has to be ratified by the General Assembly at the next AGM.

§ 12: Tasks of the Board of Directors

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 (not in prioritised order):

- a) Creating/changing the bylaws, to give them to the General Assembly for approval
- b) Working out the strategy of the organisation
- c) Working cohesively with the World Governing Body in order to support solidarity amongst the community
- d) Admission and exclusion of ERSO members
- e) Removal of members of the Board of Directors
- f) 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;
- g) Preparation of the annual budget, the annual report and the clearance of accounts;
- h) Preparation and convening of the AGM in the cases of § 9 para. 1 and para. 2 lit. a - c of these Bylaws;
- i) Deciding on ERSO events (date, place, rules, fee structure, names for winners, if necessary changes and/or cancellation)
- j) Informing the members about activities and decisions within the ERSO and the audited financial statements;
- k) Administration of ERSO's assets;
- l) Establishing and closing of committees when and where needed

§ 13: Special Obligations of individual Directors

- (1) The President, the Vice-President, the Secretary and the Treasurer form the Executive Board, which 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 or the Vice-President to be valid, in money matters (assets dispositions) of the President and the Treasurer. Legal transactions between any Director and the Organisation require the approval of the Board.
- (3) Authorisations to represent the ERSO externally or to subscribe to it may only be granted by those Directors referred to in §13 (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 AGM and of the Board meetings.
- (7) The Treasurer is responsible for the proper financial management of the ERSO.
- (8) In the case of hindrance, the President is represented by the Vice-President.
- (9) In the case of hindrance of the Secretary or the Treasurer, they represent each other.

§14: Honorary Panel

- (1) The Honorary Panel consists of persons that fulfilled special services for ERSO
- (2) The appointment to the honorary panel shall be on request of the Board of Directors by the General Assembly
- (3) Withdrawal of membership in the honorary panel may be decided by the General Assembly on application of the Board of Directors for dishonourable behaviour or bringing ERSO or the sport of Rope Skipping in disrepute. The withdrawal can also be on request of the member of the honorary panel himself.

§ 15: 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 the ERSO with regard to the regularity of accounting and the use of the funds in accordance with the Articles of Incorporation. The 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 Organisation require the approval of the General Assembly. Otherwise, the provisions of § 11 (10) to (13) apply mutatis mutandis to the auditors.

§ 16: 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.



§ 17: Privacy

The provision on data protection must be strictly adhered to. The full information about GDPR can be found in the “ERSO GDPR regulation” document.

§ 18: Voluntary dissolution of the organisation

- (1) The voluntary dissolution of the organisation can only be decided in an EGM and only by a two-thirds majority of the valid votes cast.
- (2) The General Assembly shall in the EGM 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 the 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.

§ 19: Gender formulation

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