



ARTICLES OF ASSOCIATION

of the

INTERNATIONAL SCHOOL SPORT FEDERATION AISBL

As per 30 June 2019

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1 NAME, REGISTERED OFFICE, OBJECTS & MEMBERSHIP

1.1 LEGAL NAME

The association's official name is «INTERNATIONAL SCHOOL SPORT FEDERATION» (hereinafter abbreviated as «ISF»). ISF is the official acronym for INTERNATIONAL SCHOOL SPORT FEDERATION.

1.2 LEGAL FORM

ISF was incorporated on 20/12/2001 (pub. MB 24409/2001 - approval AR 24/08/2001) in accordance with Belgian law and has the legal form of an international non-profit association («aisbl») in the meaning of article 10:1 of the Code of Companies and Associations.

1.3 REGISTERED OFFICE

The registered office of ISF is located at 1000 BRUSSELS, Rue Archimède 59, in the judicial district of Brussels (in the Brussels Region), and can be relocated to any other place, which does not require a translation of the articles of association in another language, by decision of the Executive Committee («EC»), to be published in the appendices to the Belgian Gazette. In case the transfer of the registered office requires a translation of the articles of association in line with the applicable language legislation, then the decision must be taken by the General Assembly and published in the appendices to the Belgian Gazette together with the translation of the articles of association.

1.4 TERM

The association is incorporated for an indefinite period.

1.5 OBJECT AND ACTIVITIES

ISF aims to promote school sport in all its forms as an educational tool for the physical, intellectual, moral, social and cultural development of students, to convey the Olympic spirit and the values of peace, friendship, solidarity and fair play, without discrimination of race, color, gender, sexual orientation, language, religion or philosophical beliefs, politics or other opinions, of origin, physical aspect, wealth, language, birth or any other situation.

ISF also aims to bridge the gap and facilitate contacts between school sports groups, to cooperate with and assist institutions, federations, associations, national or international groups with similar objectives.

To that end, ISF will, among other things, promote, organize, supervise, coordinate meetings, conferences, events, and activities related to school sport and/or democracy values.

It will also organize, promote, monitor and supervise competitions and international sports events for students.

ISF has a right to establish new entities.

1.6 MEMBERSHIP

1.6.1 CATEGORIES OF MEMBERSHIP

1.6.1.1 Full members

All legal entities, which are properly constituted according to the laws and customs in their country of origin, and which are recognized in their country of origin (which country must be recognized by the UN) as representative body for school sport can be admitted as a Full Member, without prejudice to the membership of the legal entities which are already admitted as a Full Member. In cases where it would not be clear which legal entity is duly recognized as representative body for school sport in a certain country the association shall consult with the official representative bodies of such country and seek confirmation on which legal entity can be recognized as such. Pending the obtaining of such confirmation, an application for membership can be suspended.

Full members have the right to vote at the General Assembly («GA»).

1.6.1.2 Associated Members

Legal entities which support the object of the association and which are not eligible to be Full Members may apply to become Associate Member. Associate Members have no voting rights at the GA and cannot be elected for any position in any of the bodies of the ISF.

1.6.1.3 Honorary Members and Presidents

The GA, on the proposal of the EC, may grant titles of Emeritus President, Honorary President or Honorary Member to a person or persons who have rendered exceptional services to the ISF. Only past ISF Presidents (excluding Continental Presidents) shall be eligible to become Emeritus President and/or Honorary President.

Such persons shall be invited to attend the General Assembly and Executive Committee but shall not have the right to vote. The GA shall have the power to withdraw the title of Emeritus President, Honorary President or Honorary Membership conferred on any person at any time.

Any person who is granted the title of Emeritus President or Honorary President can no longer apply for a position in any of the bodies of the ISF.

1.6.2 ADMISSION OF MEMBERS

Applications for membership shall be addressed to the President and shall be examined by the EC. The EC shall decide in a final and binding manner on the admission of new members. The decisions of the EC do not have to be motivated.

The General Assembly shall be notified of the decisions taken by the EC regarding the admittance of new members.

1.6.3 MEMBERS REPRESENTATION

Each member shall appoint a physical person or a plural delegation of physical persons before each GA to officially represent it within the ISF. Each member shall duly inform the EC in writing of such appointment at least one month before each GA meeting. Each member undertakes to fully cover possible costs, fees, and compensation of its representatives within the ISF (including without limitation, travel expenses, hotel accommodation, meals, etc.).

A Full Member which has appointed a plural delegation shall expressly indicate the single individual who shall exercise the right to vote at the GA and shall inform the EC accordingly.

1.6.4 MEMBERSHIP RIGHTS AND OBLIGATIONS**1.6.4.1 Full Members have the right to:**

- Call a meeting of the GA, if such request is supported and signed by at least 1/5th of all Full Members;
- Attend, participate and vote at each meeting of the GA;
- Exercise all rights provided for by the current articles of association or by law;
- Organize the ISF events which would be allocated to them by the EC.

1.6.4.2 Associate Members have the right to:

- Call a meeting of the GA, if such request is supported and signed by at least 1/5th of all Full Members;
- Attend and participate at each meeting of the GA without the right to vote;
- Exercise all rights provided for by the current articles of association or by law;
- Organize the ISF events which would be allocated to them by the EC.

1.6.4.3 Honorary Members, Emeritus Presidents and Honorary Presidents have the right to:

- Attend each meeting of the GA without the right to vote.

1.6.4.4 Obligations of all members: each member shall:

- Promote and respect the objects and values of the ISF and support the activities of the ISF;
- Respect the underlying articles of association as may be modified from time to time as well as



- all applicable laws and regulations;
- Comply with the resolutions adopted by the respective bodies of the ISF;
- Pay the membership fees decided by the bodies of the ISF, exception being made for Honorary Members, Emeritus Presidents and Honorary Presidents who shall not have to pay any membership fee;
- Promote and enforce the rules of good conduct and anti-doping with all its members, participants and representatives;
- Comply with all obligations enacted by or under applicable law, these articles of association and by the bodies of the ISF.

1.6.4.5 Participation in ISF events:

Countries and organizations which are not a member of the ISF (directly or through a recognized legal entity) can participate in ISF events, if there are places available and upon admission by the EC.

1.6.5 MEMBERSHIP FEES

All ISF members, except for the Honorary Members, Emeritus Presidents and Honorary Presidents, are required to pay an annual membership fee, the amount of which will be determined each year by the GA.

1.6.6 RESIGNATION, SUSPENSION AND EXCLUSION OF MEMBERS

Each member has the right to resign from the ISF between January 1 and June 30 of each year, by notifying its resignation by registered mail to the ISF to the attention of the President. The resignation will be effective as from January 1 of the year following the year in which the resignation was notified by registered mail to the President. Any resignation made after June 30 of a certain year shall only become effective on January 1 of the second year following the year in which the resignation was notified by registered mail to the President. The membership fee shall remain due and payable as long as the resignation has not taken effect and a resigning member can in no event demand a refund of any membership fee that relates to the period up to the effective date of resignation. The membership fee of the year(s) in which the resignation takes place in any event remains due and payable and will not be refunded.

Members who are in breach with the law, the present articles of association, any decision of the bodies of the association or with any policies that will be adopted by the Association, such as code of conduct policies, ethical policies, etc., or in general violate the rules of honor and decency, the rules of sports competitions, or in any way discredit the ISF or the school sport in any way, can be excluded from the ISF by decision of the GA with a two-thirds majority of the votes cast by the Full Members present or represented at the meeting.

Any such breach shall be recorded by, or reported to, the Secretary-General, analyzed by the Legal and Ethic committee and confirmed by the EC before it will be officially notified to the member concerned.

Pending the voting on its exclusion by the GA, the membership of the concerned member may be suspended by decision of the EC. A member which committed a breach shall be informed thereof by the EC and will be allowed the opportunity to provide its written explanations to the EC within a period of fifteen calendar days as from being informed of the breach. After reading of such written explanations, if any, the EC will decide whether or not to request the GA to decide on the exclusion of the member concerned or on any other disciplinary sanctions that would be foreseen in the association's disciplinary code. The member concerned has the right to defend itself at the GA that will decide on its proposed expulsion. The member concerned does not have the right to participate in the voting on its exclusion.

Where the breach is in respect of a member's representative or a member of his delegation, that person shall lose the right to represent the member and the member concerned shall provide for his timely replacement, in absence of which the member itself will be suspended and liable to exclusion.

Members who resign, are excluded or suspended shall have no right to any of the assets or proper-

ty of the association. They cannot claim or require any statement or accounting, affixing of seals, inventory or refund of membership fees or contributions.

1.7 RECOGNIZED ORGANIZATIONS

The EC may grant formal recognition to sport-related governmental and non-governmental organizations (except organizations, registered in unrecognized self-falling states and/or annexed territories) whose objectives and activities are in line with those of the ISF. In each case, the consequences of recognition shall be determined by the EC. Otherwise, recognition has no significant effect.

Recognition by the ISF may be granted for a fixed or an indefinite period. The recognition, or the withdrawal thereof, shall be decided by the EC, which does not have to justify its decision. The details of the recognition and its effects may be determined by the EC or via a Memorandum of Understanding signed between the association and the concerned organization.

1.8 RECOGNIZED SCHOOLS

The MC may grant formal recognition to any school whose objectives and activities are in line with those of the ISF. In each case, the consequences of recognition shall be determined by the MC. Otherwise, recognition has no significant effect.

Recognition by the ISF may be granted for a fixed or an indefinite period. The recognition, or the withdrawal thereof, shall be decided by the MC, which does not have to justify its decision.

Recognized schools will have the possibility to take part in the ISF events, under specific rules to be determined by the MC, in addition to the ISF member from the respective country of origin.

1.9 RECOGNIZED SCHOOL SPORT FEDERATIONS/ASSOCIATIONS/ NETWORKS

The EC may grant formal recognition to continental and regional school sport federations/associations /networks whose objectives and activities are in line with those of the ISF. In each case, the consequences of recognition shall be determined by the EC. Otherwise, recognition has no significant effect. From each continent/region only one federation/association/network can be officially recognized as representing school sport in a certain continent/region. In case there are multiple federations/associations/networks claiming to represent school sport in a certain continent/region, the EC after consultation with the official representatives of the countries/state bodies in that continent/region shall decide which one will be recognized. The EC may also finally decide not to recognize any of them.

Recognition by the ISF may be granted for a fixed or an indefinite period. The recognition, or the withdrawal thereof, shall be decided by the EC, which does not have to justify its decision.

2 GOVERNING BODIES OF THE ISF

The governing bodies of the ISF are:

- 2.1. The General Assembly (GA)
- 2.2. The Executive Committee (EC)
- 2.3. The Management committee (MC)
- 2.4. The Secretary-General (SG)

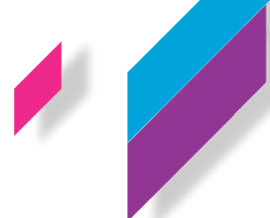
The members of any of the governing bodies of the association (or of any of the committees, commissions or other bodies of the association) are also referred to as the officers of the association.

2.1 THE GENERAL ASSEMBLY (GA)

2.1.1 POWERS

The GA is the supreme governing body of the ISF. It is vested with all powers specifically conferred to it by law and in these articles of association.

The GA shall have the authority to decide on:



- - the exclusion of members.
- the election and dismissal of elected members of the EC.
- the election and dismissal of the President of the association and of the members of the Disciplinary Committee and Finance Committee upon the proposal of the EC.
- the approval of the annual accounts and activity report for the past fiscal year, the discharge to the EC members and to the statutory auditor, the approval of the budget and the annual activity plan for the following year, as well as the determination of the membership fees for the following year.
- any modification to these articles of association.
- the appointment, on the recommendation of the EC, and the dismissal of the statutory auditor, and the setting of his remuneration.
- the dissolution of the association and any reorganization or restructuring.
- the attribution of the titles of Emeritus or Honorary President or Honorary Member, upon proposal of the EC, as well as the withdrawal of these titles at any time.
- the determination of the annual membership fee.

2.1.2 COMPOSITION

The GA shall comprise all members. Only Full Members shall participate in the GA with voting right. Associate and Honorary Members and Emeritus and Honorary Presidents shall participate in the GA without voting right. Other EC members, the statutory auditor, as well as advisors or experts may be invited by the EC to attend the GA without voting right. The statutory auditor will be invited to attend the GA in case the agenda includes the discussion of any audit or other specific report that he has issued.

2.1.3 MEETINGS

2.1.3.1 General Assembly Meeting

The GA meets at least once a year and at the latest on June 30 (thirty) of each year, with the purpose, in particular, to vote on the approval of the annual accounts and activity report of the previous financial year, of the budget and activity plan for the following financial year, the discharge to the members of the EC and the statutory auditor and the determination of the membership fee for the following year.

Meetings of the GA can be held in person, via video- or teleconference, via web based conference tools or using any other type of electronic means as decided by the EC.

2.1.3.2 Extraordinary Meetings of the GA

At any time, the ISF may convene an Extraordinary General Assembly, at the request of the EC or at the request of at least one fifth (1/5th) of the Full Members. In this case, the notice periods listed below may be reduced by half at the initiative of the EC.

Extraordinary meetings of the GA can be held in person, via video- or teleconference, via web based conference tools or using any other type of electronic means as decided by the EC.

2.1.3.3 Convening notice

Each meeting shall be held on the date, time and place mentioned in the invitation sent by the President or, in the case of his/her absence or incapacity, by the Vice-President, at least three months before the meeting.

2.1.3.4 President - Secretary - Scrutineers

The GA is chaired by the President or, in his absence or incapacity, by the First Vice-President. The Secretary General shall be part of the bureau of the meeting.

The EC shall appoint three scrutineers among the members of the EC or external advisors to check the validity of the voting, the proxies and compliance with any quorum requirements. During the election of EC members, no candidate for such election may be appointed as scrutineer. The oldest in years among the scrutineers shall chair the GA during the vote for the election of the President.

2.1.3.5 Attendance

Only the official representative of the Full Member may vote. Each Full Member may give proxy to another Full Member to vote in its place. Each Full Member may not carry more than one proxy. All

proxies must be notified in writing to the Secretary General at least 24 hours before the meeting of the GA, in absence of which the proxy will not be allowed and the proxy holder will not be allowed to vote on the basis of the proxy.

2.1.3.6 Voting powers

Each Full Member has one vote.

Full Members are only allowed to exercise their voting right if they have complied with the payment of their membership fees and do not have any debt towards ISF. Otherwise their voting right will be suspended until they have settled all arrears and debts.

The member who has failed to appoint to the EC its official representative for a meeting of the GA will not be allowed to vote.

Only votes cast in favor and votes against shall be counted for. Abstentions and invalid votes shall not be taken into consideration.

Voting shall take place by the show of hands, via written forms or via electronic means (such as voting pads, web-based tools, etc.) as decided by the EC. The vote is held by secret ballot in cases:

- 1) when appointing (the President and) EC members.
- 2) when voting on the exclusion of members.
- 3) when more than half of the Full Members present so request.

2.1.3.7 General Meeting Agenda

The agenda of the annual meeting of the GA shall include at least the approval of the annual accounts of the ISF for the previous financial year, the approval of the budget for the following financial year, as well as the discharge from liability of the members of the EC and of the statutory auditor. It shall also include the items supported by at least one fifth (1/5th) of the members who have requested in writing to the President not less than two months before the date of the meeting that such items are to be added to the agenda.

The final agenda and the documents to be attached shall be drawn up and sent to the members by the Secretary General or the President at least one month before the meeting in case of an annual meeting of the GA and at least fifteen days before the meeting in case of an extraordinary meeting of the GA.

The reports such as the activity report, report of the statutory auditor and activity plan will be sent before or distributed during the meeting of the General Assembly.

The speaking time at any meeting of the GA is limited to ten minutes for the speakers who have made the request to speak in writing to the President at least fifteen days before the date of the meeting. For all others, the time is limited to five minutes. Exceptions can be decided upon by the President in case of exceptional circumstances requiring shorter or longer delays.

2.1.3.8 Quorums - Majorities

Except as otherwise provided herein or by law, the decisions of the GA are validly adopted only if (i) at least half ($\frac{1}{2}$) of the Full Members are present or represented at the meeting, and (ii) they are approved by absolute majority of the votes cast (half of the votes plus one). If the attendance quorum is not reached at the first meeting of the GA, a second meeting may be organized with the same agenda which will be able to validly decide without any specific quorum requirement.

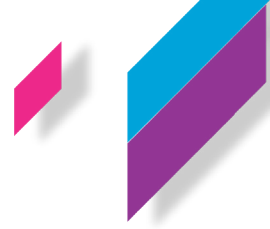
2.1.3.9 Minutes

The deliberations of the GA will be recorded in minutes which will be sent to all members at the latest within one month after the date of the meeting. The minutes shall be signed by the President and the Secretary General.

2.1.3.10 Amendment of the articles of association

Any proposal to amend the articles of association by the EC shall be duly justified. The GA will only be able to validly decide on any amendments to the articles of association if such amendments are explicitly indicated in the convening notice and if at least two thirds of the Full Members are present or represented at the meeting. To be adopted, such amendments shall require a two-thirds majority of the votes cast by the Full Members present or represented at the meeting.

If two-thirds of the Full Members are not present or represented at the first meeting, a second meeting can be convened which, regardless of the number of Full Members present or represented, shall be able to validly decide on the amendments of the articles of association with a majority of two-thirds of the votes cast by the Full Members present or represented at the meeting.



The second meeting cannot be held less than fifteen days after the first meeting.
The amendments to the articles of association become effective as soon as they are approved by the GA unless the GA decides otherwise.

2.2 THE EXECUTIVE COMMITTEE (EC)

2.2.1 POWERS AND DUTIES

The EC acts collectively and is vested with all powers to pursue the objectives of the association and to perform all deeds of management, representation and executive action relating to the ISF. The EC is vested with all powers not exclusively reserved to the GA herein or by law.

The powers of the EC include, but are not limited to, the following matters:

1. Adopting strategies, policies and other relevant documents of the ISF.
2. Enforcing the GA's resolutions.
3. Preparing the meetings of the GA.
4. Appointment of the scrutineers for meetings of the GA.
5. Drawing up of the reports to be presented to the GA, including the annual activity report, the activity plan and the annual budget with projections.
6. The appointment of Presidents, Vice-Presidents of the Commissions and Chairpersons, Vice-Chairpersons of the Committees (except Disciplinary Committee and Finance Committee),
7. The appointment of the members of the various committees and commissions on the recommendation and supervision of the appointed Chairpersons and Presidents.
8. The appointment and dismissal of the Secretary General.
9. The appointment and dismissal of the Sports Director.
10. The recommendation for the appointment of the statutory auditor to the GA.
11. Admission of new members.
12. Maintaining and developing contacts and relations with school sport organizations, the European Union, national, regional and local private or public institutions and bodies, as well as international and intergovernmental organizations.
13. The decision to suspend a member from the Association.
14. Setting of the calendar of events.
15. The allocation of any type of license, franchise or other rights to organizations who work in accordance with ISF's objectives and philosophy; Determining the contributions for participation in ISF events; and establishing the organizational fee and the participation cost (official amount) for the members participating in the events.
16. 16) Proposing of candidates for the titles of Emeritus President, Honorary President or Honorary Member, determination of relevant selection criteria and the award of the Certificates of Honor.
17. Establishing of the ISF's internal rules and policies.
18. Establishing of new entities and offices in Belgium or abroad.
19. Attribution of the organization of the Gymnasiades, World Schools Championships, other sports, educational or cultural events organized under the auspices of ISF.
20. Supervision of the MC.

The EC may delegate all or part of its powers to the MC, with the exception of the powers referred to above under 4), 5), 6), 7), 8) 9), 10), 11), 13), 16), 17) and 20).

2.2.2 COMPOSITION

2.2.2.1 General principles

The EC consists of members which are elected by the GA (the «Elected EC members») and of members co-opted by the EC itself (the «Co-opted EC members»). All EC members must be physical persons. They exercise their mandate of EC member solely in the interest of the association.

The term of office of the EC members is four years and can be renewed maximum three times for the same position within the EC. An EC member may not hold more than five terms in total, with or without interruption. An EC member is elected c.q. co-opted for a full term, in such a way that he/she cannot leave his/her current position in the EC to apply for another position vacated within the ISF. If an EC member wishes to apply for a vacant position in the ISF, he/she must first resign from his/her mandate.

The elections of the Elected EC members are held every four years or in the meantime, if required to fill a vacant position during the term of office (e.g. as a result of resignation or dismissal). In the latter case, the appointed EC member will serve out the term of office of the EC member who he/she is replacing.

The Elected EC members are elected by the GA among the candidates presented by the Full Members. Each Full Member may, at least six weeks in advance of the relevant meeting of the GA which is to decide on the election of Elected EC members, indicate in writing to the Secretary General which candidates it wishes to propose to the GA for election as Elected EC member. All candidates must be active in the field of school sport and should be affiliated with the Full Member which has proposed his/her candidature. Each Full Member proposing candidates shall issue a written letter of confirmation confirming such affiliation.

In addition, qualified experts may propose to the Secretary General, in writing, their candidature for the post of Elected EC member. To be eligible to apply in this capacity, they must:

- 1) have held two full terms in the EC, or
- 2) a full term in the MC, or

3) see their candidature supported in writing by at least five (5) members from at least three (3) different continents. A Full Member can only support one "Qualified Expert" candidate and in this case it does not affect its right to nominate one candidate of its own.

The GA shall strive for a composition of the EC which is representative for the membership of the association. A Full Member cannot have more than one of its affiliated physical persons elected as Elected EC member.

The EC may determine internal rules regarding the maximum number of Elected EC members, the process of presenting candidates and the election procedure for electing the Elected EC members.

2.2.2.2 Members elected by the GA (Elected EC members)

The GA shall elect:

1. One (1) President from among the candidates presented by the Full Members, who shall act as President of the Association and who shall preside the GA, the EC and the MC. The President has the power to:

- Represent and bind the ISF towards third parties in all matters, both in court as out of court.
- Convene, establish the agenda of and chair all meetings of the GA, EC and MC.
- Take all actions on behalf of the ISF to ensure compliance with all resolutions that are adopted by the GA, EC and MC.
- Nominate official delegates for each ISF event.

The President shall strive for a strong cohesion and understanding between all members of the association.

If the President is unable to exercise his/her functions (e.g. in case of illness, accident or other absence), the First Vice-President will serve as the acting President and assume the powers of the President for the time of absence of the President. Likewise in case the First Vice-President is unable to exercise his/her functions, the Second Vice-President will serve as the acting President.

The President can appoint two (2) advisors to assist him/her with the exercise of his/her functions.

2. Three (3) Vice-Presidents, from among the candidates presented by the Full Members, who represent at least two different continents and whose mission is:

- To exercise the functions and powers of the President in his/her absence or incapacity in the order determined by the number of votes collected (firstly the First Vice-President who has received the greatest number of votes among the three Vice-Presidents, secondly

the Second Vice-President who has received the second greatest number of votes among the three Vice-Presidents and finally the Third Vice-President who has received the third greatest number of votes among the three Vice-Presidents). In case Vice-Presidents has obtained an equal number of votes the person oldest in age shall be considered as having obtained the greatest number of votes.

- To assume the specific responsibilities delegated to them.
 - To provide advice and assistance to the President in relation to the role and mission of the President.
- 3. Fourteen (14) Assessors** from among the candidates presented by the Full Members whose tasks and responsibilities are determined by the EC, according to the objectives and needs of the ISF. They shall report on their tasks and activities to the EC.
- 4. Five (5) Continental Presidents** (representing respectively ISF Africa, ISF America, ISF Asia, ISF Europe and ISF Oceania) from among the candidates presented by the Full Members originating from the respective continents, who shall be in charge of:
- Recruiting new members.
 - Promoting attendance in ISF events.
 - Sending the annual fee payment reminders.
 - Encouraging regional initiatives and consolidating regional strengths.
 - Promoting the collaboration and cohesion of school sport in the continent.
 - Tracking member development and school sport on their continent.

The five Continental Presidents shall be elected by means of a specific procedure whereby each Continental President shall be elected by the GA in an election in which only the Full Members, originating from the respective continent which the Continental President shall represent, shall have the right to vote.

Continental Presidents who cannot attend EC meetings can give a power of attorney to the Vice President representing their continent. This proxy can only be valid for one meeting at a time.

- 5. A maximum of three (3) Qualified Experts**, from among the persons who have proposed their candidature to the Secretary General as foreseen in clause 2.2.2.1 above, can be elected as Elected EC members.

2.2.2.3 Members co-opted by the EC (Co-opted EC members)

The EC shall appoint for a period of four (4) years:

1. One (1) Secretary General

The Secretary General shall exercise the function of chief executive officer (CEO) of ISF, responsible for the day-to-day management of the association (see below under art. 2.4)

2. One (1) Sport Director

The Sport Director is responsible for coordinating the tasks and working methods of the Sports Committee and for the organization and managing of all sports events and related activities. They shall attend the meetings of the EC as Co-opted EC members without the right to vote. They shall report to the EC on the performance of their mandates.

2.2.3 DELEGATION OF POWERS, REPRESENTATION AND SIGNING AUTHORITY

The President and the Secretary General may sub-delegate specific tasks to a person of their choice.

The association is validly represented towards third parties by the signature of:

- the President; or
- the Secretary-General,

each acting individually and with the power of sub-delegation. In addition, the association is validly represented by special proxy holders within the limits of their proxy. Judicial actions, both as plaintiff and defendant, are brought or supported, on behalf of the ISF, by the President, the Secretary-General or a special proxy holder.

2.2.4 MEETINGS

The EC shall meet at least twice a year, upon convocation by the President or, in his absence or incapacity, by the First Vice-President, at least one month in advance. The EC shall also meet upon request of at least twelve (12) Elected EC members.

The EC may invite any person or organization of its choice to all or part of the EC meetings. Meetings of the EC can be held in person, via video- or teleconference, via web based conference tools or using any other type of electronic means as decided by the EC or via the procedure of unanimous written resolutions if decided by the President.

2.2.5 PRESENCE, QUORUMS AND MINUTES

The EC can only validly deliberate and resolve if an attendance quorum is reached of at least 12 Elected EC members, present or represented by proxy at the meeting.

Any EC member who, during his/her term of office, is absent for three consecutive EC meetings will be automatically considered as having resigned.

The decisions of the EC are validly taken by absolute majority of the Elected EC members present or represented (half of the votes plus one vote), unless otherwise stated in these articles of association.

Abstentions and invalid votes are not counted for. Elected EC members may vote by written proxy. However, no member can hold more than one proxy. In the case of a tied vote, the President shall have the casting vote, except if the vote concerns the suspension or appointment of a person/member. The EC deliberations and resolutions are recorded in minutes which are signed by the President and/or the Secretary General.

These minutes shall be made available to all EC members via the register of the minutes of the EC meetings held at the registered office of the association.

The President may decide to organize the EC meeting by means of adopting unanimous written resolutions, provided that all Elected EC members sign such resolutions. The decisions that may be taken via unanimous written resolutions are all those that fall under the power of the EC.

In this case, the President shall send the proposals to the EC members in writing - by e-mail - and shall set a period of at least eight (8) days to adopt or reject the proposed decisions. The Elected EC members shall inform the President of their decision within the time-frame imposed by the President by e-mail.

A decision made in writing shall only be valid if all Elected EC members have unanimously approved such decision.

2.3 THE MANAGEMENT COMMITTEE (MC)

The Management Committee (MC) shall be composed of six (6) members, as follows:

- the President of the ISF.
- the three Vice-Presidents of the ISF.
- the Secretary General of the ISF.
- the Sports Director of the ISF.

The Management Committee (MC) shall have the powers delegated to it by the EC. It shall report to the EC on its activities and decisions.

The Management Committee (MC) has the authority to supervise the General Secretariat of the ISF, adopt general administration policies and hire the staff in the General Secretariat.

The Management Committee may sub-delegate any of its powers to the President or the Secretary General.

In particular the MC may delegate the power to hire and dismiss all staff of the association and to determine the terms and conditions under which they are hired to the SG.

The MC shall meet at least four times a year, upon convocation by (i) the President or, in his absence or incapacity, by the First Vice-President, or (ii) the Secretary General at least five days in advance. The MC shall also meet upon request of at least three of its members.

The MC may invite any person or organization of its choice to all or part of the MC meetings.

Meetings of the MC can be held in person, via video- or teleconference, via web based conference tools or using any other type of electronic means as decided by the President or Secretary General or via the procedure of unanimous written resolutions if decided by the President or Secretary General.

The decisions of the MC are validly taken by absolute majority of its members present or represented (half of the votes plus one vote), without any specific quorum requirement. Abstentions and invalid votes are not counted for. MC members may vote by written proxy. However, no member can hold more than one proxy.

2.4 THE SECRETARY-GENERAL AND GENERAL SECRETARIAT

The Secretary General (SG) shall act as the chief executive officer (CEO) of ISF, responsible for the day-to-day management of the association.

The Secretary General is appointed by the EC upon the proposal of the President and the Management Committee. The SG shall be responsible for the day-to-day implementation of the ISF policies and decisions and for the organisation and supervision of the General Secretariat of ISF. The powers of day-to-day management of the SG include taking all acts required in the daily life of the association as well as those acts which, because of their less importance or because of the need for a prompt solution, do not justify the intervention of the EC, such as without limitation signing for receipt of all registered deliveries, signing the ordinary correspondence of the association, signing off on contracts and orders in the ordinary course of business, etc.

The SG shall report to the Executive Committee. The EC has sole authority to set the objectives of this position and to decide on his/her remuneration, upon the recommendation of the President and the Management Committee.

The Secretary General may be dismissed at any time by the Executive Committee.

The SG shall be assisted by the General Secretariat of the association, composed of persons hired by the Association. The General Secretariat shall be responsible, under the supervision of the SG, for:

- The Organization of competitions and all related matters, in accordance with the decisions and directions of the MC, EC and GA.
- The negotiation, execution and performance of all commercial contracts, in accordance with the standards, policies and procedures established by the MC and EC.
- Providing administrative support to the standing committees and commissions of ISF.
- Management of the operations and day-to-day business of ISF, in accordance with the parameters established by the SG, MC, EC and GA.
- All other administrative matters necessary for the efficient operation and organization of ISF, as required and authorized by the SG, MC and EC.
- Establishing basic administrative procedures for managing the staff and properties, and for the overall operations of the ISF General Secretariat.
- Handling ISF's accounts.
- Keeping records of the payment of membership fees and other income.
- Settling of approved expenses.

- Providing all accounting documentation and answering all questions from the statutory auditor who shall submit his/her report to the EC and GA called to approve the annual accounts.
- Organization of ISF meetings, commissions and assemblies.

2.5 THE CHIEF FINANCIAL OFFICER (CFO)

The MC shall appoint a CFO who shall be responsible for organizing and supervising the appropriate financial and audit processes within the ISF and for ensuring that the bookkeeping and accounts of the association are prepared and kept in line with applicable laws and regulations and that the association complies with its tax obligations. The CFO shall have the power to represent the association towards the tax authorities and financial administrations.

The CFO can be invited by the SG or the President to attend meetings of the MC, EC and AGM without voting right and to attend meetings of the Finance Committee.

3 STANDING AND AD-HOC COMMITTEES AND COMMISSIONS

Standing and ad-hoc Committees and Commissions are constituted by the EC to advise and assist in fulfilling its duties.

3.1. STANDING COMMITTEES

There are nine (9) Standing Committees:

1. Committee on Health and Medical Care

2. Communication and Marketing Committee

To develop/increase communication and marketing/sponsorship opportunity for the ISF. To promote the role of communication and marketing regarding the ISF and school sport development. To overview the implementation of the ISF marketing and communication tools for all ISF activities and members.

4. Development and Cooperation Committee

Support, integrate and promote, the school sports entities (SSE- national, regional, continental level) and their activities and partners. To gather knowledge about the school sport entities, activities and systems. To contribute increasing the participation of a higher number of SSE to the ISF activities.

6. Disciplinary Committee

To promote compliance with laws, the present articles of association and the policies and values of the association; to investigate any non-compliance or breaches by any person in or member of the association and propose appropriate sanctions to the EC.

8. Education and Legacy Committee

Promote and advocate the educational dimension of sport and health and to gather good practices on education through sport. Reinforce the educational aspect of school sport, especially on school sport events (values for skills) and for the School Sports Entities. Organise and support educational events and programmes within ISF and for other events in cooperation with ISF partner organisations.

10. Ethics and Legal Committee

Advise the Executive Committee as ISF main body on legal and ethical matters. Advise on the management and support of contracted relationships between ISF and third parties. Represent ISF at meetings of ISF partners dealing with legal and ethical matters

12. Finance Committee

Provide financial analysis, advice, and oversight of the ISF budget. Their sole responsibility is to ensure the ISF is operating with the financial resources it needs to provide programs and services to the community. Make recommendations to the EC on the strategy to be followed for financial investments and monitor that such strategy is followed or updated based on changing conditions in the financial markets. To ensure compliance with federal, state, and other requirements related to the ISF's finances

14. Sports Committee

It serves the general vision of the ISF in all aspects related to sport and events. Develops the ISF sport programmes and adapts them to the ISF target group. Coordinates, overviews and evaluates the work of Technical commission per sport.

16. Youth and Athletes Committee

Represent, voice & promote the interest of ISF athletes and ISF youth within the ISF family and in international meetings. Contribute to the development of youth participation in school sport worldwide, specifically during ISF events. Preparing and supporting policies and events which contribute in meeting the interest of the youth participants to the ISF events.

Members of the Standing Committees may at the same time be members of the EC, with the exception of (i) the members of the Disciplinary Committee and (ii) the members of the Finance Committee, who may not belong to the EC.

The Chairperson, Vice-chairperson and members of each Standing Committee shall be appointed by the EC on the proposal of the Full Members or Management Committee or the President of ISF, except for the Chairperson, Vice-chairperson and members of the Disciplinary Committee and Finance Committee, who are elected by the GA upon the proposal of the EC.

Their terms shall last for four years, beginning upon the respective date of appointment by the EC.

Members of the standing committees may be relieved of their duties at any time by the EC, except for the members of the Disciplinary Committee and Finance Committee, who may only be relieved of their duties by the GA.

The EC will adopt the internal regulations for each Standing Committee.

The EC may decide to call members of Committees to attend one or more meetings of the EC, without voting rights.

3.2. AD-HOC COMMITTEES

The Executive Committee may decide to set up ad-hoc committees if necessary at any time.

3.3. TECHNICAL COMMISSIONS

There are at least seventeen (17) Technical Commissions:

1. Technical Commission Athletics
2. Technical Commission Artistic Gymnastics
3. Technical Commission Aerobic
4. Technical Commission Badminton
5. Technical Commission Basketball
6. Technical Commission Basketball 3x3
7. Technical Commission Beach Volleyball
8. Technical Commission Football
9. Technical Commission Futsal
10. Technical Commission Handball

11. Technical Commission Orienteering
12. Technical Commission Rhythmic Gymnastics
13. Technical Commission Swimming
14. Technical Commission Skiing
15. Technical Commission Table Tennis
16. Technical Commission Tennis
17. Technical Commission Volleyball

The Executive Committee may decide to set up new Technical Commissions on the proposal of the Sports Committee.

The President of each Technical Commission shall be appointed by the EC on the proposal of the member associations or Sports Committee or the President of ISF, for a period of maximum four (4) years.

The members of the Technical Commissions may be chosen by the Executive Committee, on proposal of the President of ISF or the Sports Committee, from among the candidates proposed by the Full Members and/or from among candidates proposed by other organisations, in particular the International Sports Federations that have established official partnership relations with ISF.

The Executive Committee may decide to set up ad-hoc committees if necessary at any time.

The Executive Committee may decide to call Presidents or members of Technical Commissions to attend one or more meetings of the EC, without voting rights.

3.4. CONTINENTAL COMMISSIONS

The ISF Continental Presidents can set up committees that shall oversee matters relating to their continent's school sport. The Continental Committee shall be chaired by the Continental President of the given continent, and will contain no more than two Continental Vice-Presidents and a Secretary.

4 DECLARATION OF PREVENTION AND SANCTION OF ABUSE AND HARASSMENT

Based on ISF values and in addition to the legal and regulatory provisions, the ISF stresses on the utmost importance to the protection of all ISF members and representatives, including but not limited to the staff, members, officers, participants and volunteers.

Everyone has the right to be respected in its entire integrity (physically and psychologically).

The ISF will not tolerate any act of incivility, violence, abuse, discrimination or harassment within the association or, more generally, within the framework of its activities.

It will treat any cases with the utmost severity, regardless of the consequences, whether they are criminally reprehensible or not.

5 CONFLICTS OF INTERESTS POLICY

The officers of the association must always act in the best interests of the ISF. They have a fiduciary duty to exercise their mandates within the association in the best interest of the association and without their personal interests or interests of third parties taking preference over the interests of the association. They must subordinate personal, individual business, third-party, and other interests to the welfare and best interests of the ISF when they exercise a mandate in the association.

A conflict of interest is any kind of transaction or relationship which presents or may present a conflict between an officer's obligations to ISF and the officer's personal, business or other interests.

All officers have the obligation to disclose all actual and potential conflicts of interests whenever

a conflict arises or is likely to arise. An officer confronted with a conflict of interest in respect of a certain decision or transaction shall not be allowed to participate in the voting on such decision or transaction.

It is considered as a serious misconduct if an officer voluntarily hides a potential or actual conflict of interest, irrespective of previous decisions in similar cases.

6 ACCOUNTS

The financial year of the association runs from January 1st to December 31st of each year.

If the association meets the legal criteria for the appointment of a statutory auditor, then it shall entrust the control of its accounts to a statutory auditor, chosen from among the members of the Institute of Certified Auditors in Belgium. The statutory auditor is appointed by the GA for a renewable period of three (3) years. His/her remuneration is decided by the GA.

The statutory auditor shall audit the annual accounts and financial statements and shall present a report to the GA in accordance with applicable Belgium law.

If the association does not meet the legal criteria for the appointment of a statutory auditor, then it shall have the option to either:

(i) refrain from appointing a statutory auditor;

(ii) entrust the control of its accounts to a statutory auditor, chosen from among the members of the Institute of Certified Auditors in Belgium on a voluntary basis. The statutory auditor is appointed by the GA for a renewable period of three (3) years. His/her remuneration is decided by the GA. The statutory auditor shall audit the annual accounts and financial statements and shall present a report to the GA in accordance with applicable Belgian law; or

(iii) organize a voluntary audit by an external auditor appointed by the MC for a period and against terms to be decided by the MC. Such audit shall not qualify as a statutory audit in the meaning of article 3:47, § 6 of the new Code on Companies and Associations and the related audit report shall not be published. The audit report resulting from such voluntary audit can be presented to the GA according to the terms agreed between the MC and the external auditor so appointed and with the explicit comment that it does not concern a statutory audit.

7 LIABILITY AND INSURANCE

No member of the association can be held liable for the commitments undertaken by the association.

On the proposal of the President and Secretary General, the EC may authorize to take out an insurance covering the liability incurred by the officers of ISF during the exercise of their mandate.

8 DISSOLUTION

The ISF may be dissolved by decision of the GA approved by at least three quarters of the votes cast by the Full Members present or represented at the meeting.

In the event of dissolution, the net assets of the association will be allocated to a non-profit association with similar objectives as the ISF.

9 OFFICIAL LANGUAGES

The working language of the association is English, to be used in all official communications. The official language of the association shall be as determined by Belgian law, depending on the region in which the association has its registered office.

10 INTERNAL REGULATIONS

The EC may decide to draw up internal regulations and policies which will be binding on all members and officers of the association.

11 ANTI-DOPING

ISF and its members are bound by ISF anti-doping rules, in accordance with the World Anti-Doping Agency (WADA) declaration (and its amendments) adopted in Copenhagen in March 2002 or with any other subsequent declaration adopted at any time by WADA.

12 LOGO

The drawing below represents the ISF logo.



13 APPLICABLE LAW

For any question or matter not specifically provided herein, or in the Internal Regulations, the members envisage to submit to the laws and customs applied in Belgium, in particular book X of the Code of Companies and Associations.



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