

# IUTA ASSOCIATION CONSTITUTION

## § 1 Name, Head Office and Fiscal Year of the Association

1. The name of the association is "International Ultra Triathlon Association", abbreviated "IUTA".
2. The headquarter is located in Frankfurt am Main / Germany.
3. The Association shall be entered in the Register of Associations, if possible.
4. The fiscal year is the calendar year.
5. The place of jurisdiction is the place of the association's headquarters.

## § 2 Purpose and Non-Profit Character of the Association

1. The association aims to promote the sport of ultra triathlon worldwide. In doing so, it harmonizes the interests of its athletes and organizers of ultra triathlons.
2. The association considers individual requirements of the organizers as well as the concerns of healthy as well as disabled athletes, regardless of gender, in equal parts.
3. The association provides a set of rules for athletes and organizers. It also assigns world championships and world cup competitions.
4. The association will do everything in its power to take vehement action against fraud such as doping, as well as e-doping.
5. The association operates for information and presentation purposes appearances in social networks and in the form of its own websites.
6. The association is politically, ethnically and denominationally neutral.
7. The association shall exclusively and directly pursue non-profit purposes within the meaning of the section "Tax-Privileged Purposes" of the German Tax Code.
8. The association is non-profitmaking. It does not primarily pursue its own economic purposes.
9. The funds of the association may only be used for purposes in accordance with the constitution of association. No person may benefit from expenses that are unrelated to the purpose of the association or from disproportionately high remuneration.

## § 3 Property of the Association

1. The internet domains iutasport.com, iutasport.org and ultratriathlon.net are property of the association.
2. All social media presences maintained or newly registered on behalf of the association by the board are the property of the association.
3. Purchases (such as measuring instruments for tracks lengths) made by the board on behalf of the association are the property of the association. Excluded from this are purchases for the purpose of handing out to athletes, such as finisher shirts, medals or stickers. Also excluded from this are purchases for advertising purposes, such as flyers.

## § 4 Types of Membership

1. The members of the association are ordinary members and honorary members.
2. Ordinary members are athletes who participate in events held under the IUTA label. Furthermore, every organizer who registers his races with IUTA is a member of the association.
3. Persons who have contributed special merits to the association and/or the sport of ultra-triathlon can be appointed as honorary members. Furthermore, honorary membership can be awarded in recognition of a lifetime achievement.

## § 5 Acquisition of Membership

1. All participants of IUTA sanctioned races may become members of the association at their own request.
2. Organizers of IUTA sanctioned races automatically become members of the association.
3. The board of directors decides on the admission of members. The admission can be refused without giving reasons.
4. The appointment of a person as an honorary member shall be made solely by resolution of the board of directors. Every member has the right to nominate a person as an honorary member. An e-mail to the board is sufficient.
5. Until the emergence of the association, the provisional admission of members is carried out by the founders of the association, in the case of an already appointed board of directors by the latter. This membership becomes effective only with the emergence of the association. If a board of directors is appointed after the formation of the association, the (definitive) admission of members shall also be carried out by the founders of the association until then.

## § 6 Termination of Membership

1. Membership expires by death (except for honorary members), for legal entities by loss of legal personality, by voluntary resignation or by exclusion. In addition, membership for athletes, organizers or board members ends five years after the last start at a race sanctioned by the association or five years after the last organization of an event sanctioned by the association or five years after leaving the association board.
2. Voluntary resignation can be made at any time and must be notified to the association in writing. An e-mail is sufficient for this purpose. The date of resignation is the day of confirmation by the board by e-mail. A membership is not transferable.
3. The board can exclude an organizer from membership if the organizer is more than two months in arrears with the payment of membership fees or other fees despite two written reminders with an appropriate grace period. This does not affect the obligation to pay the amounts of money that have become due.
4. The exclusion of an ordinary member or honorary member from the association may also be ordered by the board for gross violation of the rules and regulations, for dishonorable or association-damaging behavior, as well as for defamation of individual members.

## § 7 Financial Contributions, Fees, Apportionments and Income

1. The amount of contributions, fees or apportionments shall be decided annually by the board of the association together with its organizers by voting according to the majority principle.
2. Financial income of the association, which does not come about through transfers from point 7.1 on the part of its organizers, requires the approval of all members from an amount that exceeds the annual budget per individual case. For voting purposes, the board is obliged to fully inform all members about the intentions of the backer as well as the use of all financial contributions. In addition, all members must be informed of the services that the association must provide in return. The simple majority of all cast, valid votes decides.

## § 8 Bodies of the Association

1. The bodies of the association are the general assembly, the board of directors and at least one auditor.

## § 9 General Assembly

1. The general assembly is the highest body of the association. Its tasks include in particular:
  - election and deselection of the board of directors
  - receipt of the reports of the board of directors
  - discharge of the board of directors
  - election of the auditors
  - resolution on the amendment of the constitution
  - resolution on the dissolution of the association
  - further tasks, as far as these result from the constitution or according to the law
2. The ordinary general meeting shall be held every four years. The ordinary general meeting shall be convened by the board of directors, stating the agenda. The meeting must be convened in writing at least three months before the date of the general meeting to the e-mail address provided to the association by the member. Motions for the general meeting must be submitted in writing to the board at least six weeks before the date of the general meeting.
3. The executive board is obliged to convene an extraordinary general assembly if at least 20% of the members demand this in writing, stating the reasons. The extraordinary general assembly must be held within three months of receipt of the demand and must be notified to all members in writing by e-mail at least 14 days before it is held.
4. General assemblies shall be held exclusively by electronic media. This can take place in the form of video conferences. The preferred method shall be by e-mail.
5. Elections and resolutions in the general assembly shall be made by a simple majority of the valid votes cast. The general meeting has a quorum regardless of the number of participating members with voting rights. In the event of a stalemate, the chairman of the general meeting shall have the casting vote.
6. Resolutions to amend the constitution of the association shall require a qualified majority of two thirds of the valid votes cast.
7. Active and passive voting rights, voting entitlements, voting ratios, procedure and conduct of elections, etc. are regulated in the election rules of the association. The election rules must be published on the association's own website.
8. The general assembly shall be chaired by the president or, if he/she is unable to do so, by his/her deputy. If the latter is also prevented, the oldest member of the executive board present shall chair the assembly.
9. The general assembly may remove the entire executive board or individual members from office at any time. The removal shall take effect upon appointment of the new board of directors or a new member of the board.

## § 10 Board of Directors

1. Members of the executive board must be members of the association. A maximum of one person without IUTA-membership may serve on the IUTA Committee. Each function in the board is to be exercised personally.
2. The executive board is responsible for the management of the association. It is responsible for all tasks that are not assigned to another body of the association by the constitution. In particular, the scope of duties of the board includes the following agendas:
  - management of the association's assets and preparation of financial statements
  - preparation, convening and holding of ordinary and extraordinary general assemblies
  - joining, exclusion and administration of members
  - initiation and approval of specialized committees, which may be formed to support the board of directors
  - implementation of necessary new appointments
3. The board of directors may consist of more than one person. The positions are to be assigned in the following order: president, treasurer, secretary as well as vice president. Further positions can be assigned arbitrarily. If a position cannot be filled, it can be taken over by any member of the board on a temporary basis.
4. The executive board in the sense of § 26 of the German Civil Code (BGB) is formed by the president, the treasurer and, if available, the vice president and the secretary. They are each authorized to represent the association individually. The members of the board are authorized to represent the association in legal transactions with a value of more than 100 Euro only by the president and another board member.
5. The term of office of the executive board is four years. In any case, it lasts until the transfer of business to a succeeding committee.
6. The executive board is elected by the general assembly. The members of the executive board may resign in writing at any time to the board of directors or, in the case of resignation of the entire executive board, to the general assembly. If members of the executive board resign during the term of office, the executive board shall supplement itself until the next ordinary general assembly. If the board fails at all or for an unforeseeably long period of time, each auditor is obliged to immediately call an extraordinary general assembly for the purpose of electing a new board.
7. The executive board shall be chaired by the president or, if he is unable to do so, by his deputy. If the latter is also unable to attend, the chair shall be taken by the oldest member of the executive board present.
8. In board meetings, the board decides by a simple majority of votes. In case of a tie, the vote of the president prevails.
9. The Executive Board shall be authorized to make amendments to the constitution that are required by the competent district court or by the tax office in order to obtain or maintain non-profit status or for entry in the register of associations. The amendments may only comply with the required conditions of the district court and the tax office. The resolution must be passed unanimously and the changes must be brought to the attention of the next general meeting.

## § 11 Auditor(s)

1. Auditors are elected by the general assembly for a period of four years, re-election is possible.
2. The auditors are responsible for the ongoing business control as well as the audit of the financial management of the association with regard to the correctness of the accounting and the use of the funds in accordance with the constitution. The board of directors shall submit the necessary documents and provide the required information to the auditors at any time upon their request, within a reasonable period of time.
3. The board of directors is obliged to submit all invoices and information on the use of funds to the auditors at least once a year, preferably in the month following the end of a fiscal year, without being asked to do so.
4. The auditors shall report the results of each audit in writing to the board of directors.
5. The provisions regarding the appointment, dismissal and resignation of the members of the board of directors shall apply mutandis to the auditors.

## § 12 Remuneration and Reimbursement of Expenses

1. The general assembly may resolve, deviating from § 27 Abs. 3 S. 2 of the German Civil Code (BGB), that the members of the executive board shall be paid appropriate remuneration (e.g. in the amount of the honorary office allowance pursuant to § 3 no. 26a of the German Income Tax Act (EStG)) for their activities.
2. The members of the association, including the members of the executive board, shall be entitled to reimbursement of expenses, provided that the prerequisites pursuant to § 670 of the German Civil Code (BGB) are met.
3. The claim for reimbursement of expenses may only be asserted within a period of six months after it arises. All accounts for a financial year must be submitted by January 31 of the following year.

## § 13 Data Protection

1. The association processes personal data of its members in automated and non-automated form. This data is processed exclusively for the fulfillment of the purposes and tasks of the association as stated in these statutes, e.g. in the context of membership administration. Further details are regulated in the data protection provisions of the association.
2. The data protection regulations are not part of the constitution. The executive board shall be responsible for issuing, amending and revoking the data protection provision and shall decide on this by simple majority. The respective current data protection provision shall become binding for all members upon publication on the association's homepage.

## § 14 Dissolution of the Association

1. The voluntary dissolution of the association can only be decided in an extraordinary general assembly convened for this purpose and only with a two-thirds majority of the valid votes cast.
2. The general assembly shall also decide on the liquidation of the association's assets. In particular, it shall appoint a liquidator and decide to whom the liquidator shall transfer the remaining assets of the association after covering all liabilities. These assets shall, insofar as this is possible and permitted, go to an organization that fulfills the same or similar purposes as this association, otherwise to social welfare, charitable or benevolent organizations.
3. If the need arises, the last board of directors of the association shall notify the competent authority or authorities in writing of the voluntary dissolution within four weeks of the adoption of the resolution.

## § 15 Entry Into Force

1. The articles of association were adopted at a founding meeting on March 1, 2022 in an online session.