

# Statutes

## International Association of Football Lawyers

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Association established under the French act of 1901

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### Articles of Association

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As amended by the Extraordinary General Meeting of 6 September 2016



## Articles of Association

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The Association shall be governed by the French Act of 1 July 1901 and the Decree of 16 August 1901. It shall ensure within its proceedings freedom of thought and respect of the rights of the defence and shall prohibit any discrimination.

# TITLE I

## Name – Purpose – Term Registered Office



### Article 1 Name

The name of the Association shall be:

**ASSOCIATION  
INTERNATIONALE DES  
AVOCATS DU FOOTBALL**

[INTERNATIONAL  
ASSOCIATION OF  
FOOTBALL LAWYERS]

The acronym of the Association shall be: **AIAF**

### Article 2 Name

The purpose of the Association is as follows:

- Exchange of knowledge and experience between lawyers exercising their professional activities in the area of football;
- Promotion and development of the activity of lawyers conducting their professional activities in the area of football;
- Enhancement of the value of the activity and the

image of lawyers conducting their professional activities in the area of football, both with the various participants in this area as well as in the opinion of the public and with the public authorities;

- Cooperation between lawyers conducting their professional activities in the area of football at both national and international level;
- Reflection upon and participation in the development of national and international legislation as well as the sporting regulations for football;
- Reflection as to the role, place and practice of the legal profession in the area of football;
- Promotion of ethics of the profession and the quality of services delivered by lawyers conducting their professional activities in the area of football;
- Promotion and recognition of the primordial place of the law in sports, especially in football;
- Expansion of exchanges of knowledge and experience between its members;
- The defence and representation of the rights and interests of its members;
- The management of all of

the activities supporting the realisation of the purpose of the Association.

The Association's means of action shall include holding regular meetings, all communications and publications in any form and on any media whatsoever (bulletins, books, websites, social networks, etc.), organisation of conferences and seminars, and attribution of awards;

### Article 3 Term

The Association shall have an unlimited term.

### Article 4 Registered Office

The registered office shall be located in Paris  
197, Boulevard Saint-Germain  
75007 Paris, France.

# TITLE II

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## Composition



The Association shall be composed of two categories of members:

- the active members;
- the honorary and benefactor members;

The amount of the annual contribution and entry fees due from each member shall be established by the Executive Committee.

### **Article 5** **The members**

Only individuals who have reached the age of majority may become members of the Association.

#### **1 - The active members**

The following cumulative conditions must be met in order to be admitted as an active member:

- be a lawyer who is a member of a bar or professional body or an equivalent institution, if a bar or professional body does not exist in the country in which they are practicing,
- conduct their professional activities on a regular basis in the area of football,

- be approved by the Executive Committee upon application from the Officers, it being specified that the Executive Committee does not need to provide reasons for the refusal of approval. Each active member shall be entitled to one vote at the General Meeting provided that such member is up-to-date with their contributions as of the date of the Meeting.

#### **2 - The honorary and benefactor members**

The title of honorary member may be awarded by the Executive Committee to persons who are rendering or who have rendered significant services to the Association.

The title of benefactor member may be awarded by the Executive Committee to persons who provide economic support to the Association.

Such titles of honorary member and benefactor member shall confer upon the persons who have obtained them the right to participate in the Association without being required to pay the annual contribution.

The honorary members and the benefactor members do not have a right to vote at the General Meetings.

### **Article 6** **Membership**

Membership may be lost through:

- resignation
- death
- expulsion, as determined by the Executive Committee, for:
- non-payment of the annual contribution in the specified time-limits;
- failure to continue to meet any of the criteria specified in Article 5;
- repeated absences from the Annual General Meeting;
- for serious cause, the member involved having been previously called upon to furnish explanations;
- for any other reason specified in the rules and regulations.

## TITLE III

### Resources



#### Article 7

The resources of the Association shall include:

- The contributions and entry fees paid by the members;
  - Subsidies or grants awarded by both public and private institutions;
  - Revenues from symposiums, conferences and other events;
  - Earnings resulting from sales or services provided to members and to third parties;
  - Income from investments and gains from equity interests in companies;
  - Income received from sponsorship or advertising agreements; And, more generally, all other resources authorised under French law.
- Accounts shall be kept as to the income and expenditures, hence enabling the use made of the funds received by the Association to be recorded.
- Each year, the Association shall establish a profit and loss statement for the past financial year, as well as a forecast budget for the current financial year.

## TITLE IV

### Administration and functioning

#### Article 8 Executive Committee

The Association shall be managed by an Executive Committee made up of 4 to 12 Directors who shall be elected by secret ballot by the General Meeting for a term of office of 4 years.

In order to be eligible for the Executive Committee, a person must have been an active member of the Association for 2 years and be up-to-date with their contributions for these two years.

The Directors may be re-elected to office.

A quorum shall only exist for meetings of the Executive Committee if at least half of its members are present. Decisions of the Executive Committee shall be adopted by a majority vote of the members present or represented. A Director may only be represented by another Director, who may not hold more than one proxy. The Chairman shall have a casting vote.

Every four years the Executive Committee shall

elect, pursuant to a simple majority vote by secret ballot, its officers comprising of the Chairman, one or two Deputy-Chairmen, a Secretary and a Treasurer and, if needed, an Associate Secretary and an Associate Treasurer.

The Executive Committee may establish commissions for which it shall define the composition and the assignment. The procedures for the operation of such commissions shall be specified in the rules and regulations.

Whenever the number of Directors falls below 4, the Executive Committee shall be required to convene a General Meeting for the purposes of completing the total number of the Executive Committee.

The Directors shall receive no remuneration in their capacity as Directors or as Officers.

Any Director who has missed three consecutive meetings of the Executive Committee, without excuse, may be considered to have resigned. Minutes shall be kept for each meeting of the Executive Committee. The minutes shall be signed by the Chairman and the Secretary. They shall be transcribed without blanks or crossings out in a ledger kept for these purposes.



## Article 9 Role of the chairman

The Chairman shall be responsible, under his or her liability, for the general management of the Association. The Chairman shall represent the Association in its relations with third parties. The Chairman shall be vested with the most extensive powers to act in all circumstances in the name of the Association and in particular in all legal instruments and before the courts, whether as plaintiff or defendant.

Within the framework of the internal organisation of the Association, all commitments that fall outside of the framework of day-to-day management, adopted in the name and on behalf of the Association, shall be subject to prior approval by the Executive Committee and ratified by the next General Meeting.

The Chairman may, from time to time, confer temporary tasks upon a member of the Executive Committee.

## Article 10 General Meetings

### 10.1 – Convening of the General Meeting

The General Meeting shall take place once each year and in addition, whenever it is convened by the Executive Committee or at the request of at least one quarter of its active members.

The General Meeting shall be composed of the active members, up to date with their contribution as of the date of the Meeting.

It shall adopt resolutions pursuant to a simple majority vote of the members present or represented as to the items on the agenda.

Each member shall be informed 15 days in advance as to the holding of the General Meeting by any method of communication, including pursuant to a notice published on the official website of the Association.

To be valid the notice of meeting must specify:

- the date, time and place of the General Meeting;
- the agenda as established by the Executive Committee or by one quarter of the active membership that demanded the convening of the General Meeting;
- the conditions for access to the documents made available to the General Meeting.

### 10.2 – General Meeting for the approval of the annual accounts

The General Meeting for the approval of the annual accounts shall be held prior to 31 December of the following year.

The report as to the financial situation and condition of the Association, the profit and loss statement for the immediately prior financial year and the forecast budget for the current year shall be made available to the active members at the registered office of the Association at least ten days prior to the date of such General Meeting.

In order for a quorum to exist at the General Meeting called to approve the annual accounts and the forecast budget, at least half of the active members must be present or represented.

If this quorum is not achieved, a new General Meeting shall be convened by the Executive Committee at least fifteen days later for the same agenda, at any location it determines, for which no quorum shall be required.

The General Meeting shall approve the report established by the Executive Committee pursuant to a simple majority vote. It shall approve the annual accounts and the forecast budget prepared by the Executive Committee by simple majority vote and shall deliberate on the other items set forth on the agenda.

### 10.3 – Election of the members of the Executive Committee

Under the same conditions of quorum and majority as apply to General Meetings for the approval of the annual accounts, the General Meeting shall proceed with the election and replacement of the members of the Executive Committee in accordance with the conditions established in Article 8.

### 10.4 – Rules as to voting

Voting by proxy is authorized, but no one may hold more than one (1) proxy. Blank proxy voting shall not be permitted. Voting by correspondence shall not be permitted.

All precautions will be adopted in order to ensure the confidentiality of the ballot.

The honorary and benefactor members may attend all or a portion of the sessions of the General Meeting, but shall only have an advisory capacity, with no vote.

The resolutions of the General Meeting, including those with respect to the approval of the annual accounts and the voting of the forecast budget, shall be set forth in minutes signed by the Chairman and a scrutineer designated by the General Meeting.

The minutes as well as the documents presented to the General Meeting shall be retained at the registered office of the Association.



## **Article 11** **Financial** **Year**

The financial year shall commence on 1st of January and shall end on 31st of December.

## **Article 12** **Regulated** **Agreements**

Agreements between the Association and any of its Directors shall be subject to approval by the Executive Committee and ratification by the General Meeting. The same rule shall apply for agreements in which a Director is indirectly involved or pursuant to which such Director deals with the Association through an intermediary. Agreements occurring between the Association and a company, where any of the Directors is the owner, associate with unlimited liability, manager, director, chief executive officer or member of the management board or supervisory board of this company, shall also be subject to approval by the Executive Committee and ratification by the General Meeting.

The Director concerned shall be required to inform the Executive Committee as soon as such Director has knowledge of an agreement as to which one of the provisions set forth above applies. The Director concerned may not participate in the vote. These provisions shall not apply to agreements related to routine transactions concluded under customary terms.

## **Article 13** **Amendments** **to te articles** **of Association** **and** **Dissolution**

The Articles of Association may only be amended, upon a proposal from the Executive Committee, by the General Meeting convened pursuant to one month's prior notice. In order for a quorum to exist for the General Meeting called to approve the amendment, at least half of the active members must be present or represented. If such quorum is not achieved, a new General Meeting shall be convened at least fifteen days later for the same agenda. No quorum shall be required for the second General Meeting. In all circumstances, the Articles of Association may only be amended pursuant to a two-thirds majority vote of the members present or represented.

The General Meeting specifically convened to determine the dissolution of the Association must satisfy the same

rules of quorum and majority as those set forth above. In all circumstances, the Association may only be dissolved pursuant to a two-thirds majority vote of the active members present at the Meeting. In the event of dissolution, pursuant to any method whatsoever, the General Meeting shall appoint one or more commissioners responsible for the liquidation of the assets of the Association. It shall distribute the net assets, in conformity with French law, to one or more associations. In no event may the members of the Association be attributed any part of the assets of the Association beyond the repayment of their contributions.

## **Article 14** **Rules and** **Regulations**

The Executive Committee may establish rules and regulations which shall be approved by the General Meeting.

The rules and regulations shall determine various items not covered by the Articles of Association or shall specify the details for the provisions or procedures for application of these Articles of Association, including those which deal with the internal administration of the Association.

**Paris,**  
**September, 6<sup>th</sup> 2016**

## Statutes

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## Articles of Association

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As amended by the Extraordinary General Meeting of 6 September 2016