



STATUTES

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CAA Statutes passed at the General Assembly of 9.9.2006 in Chur/Switzerland. Amended at the General Assembly of 13.9.2008 in Malbun/Liechtenstein, at the General Assembly of 14.9.2013 in Bovec/Slovenia and at the General Assembly of 13.09.2014 in Paris/France.

Preamble

The leading alpine associations in their respective countries of origin in the alpine region are forming an association to represent their common interests, particularly in the areas of alpinism, nature conservation, alpine regional development and alpine culture, and to achieve the purposes documented in the Convention on the Protection of the Alps (Alpine Convention). The Association sees its main role as representing the interests of the whole alpine region while respecting its members' interests. In so doing, the Association endeavours to work with the Union Internationale des Associations d'Alpinisme (UIAA) and all organisations that pursue these purposes. The Association is the legal successor of the Austria-based association of the same name, which was dissolved by the resolution of 9.9.2006.

§ 1 Name and Registered Office

The Association is named

"CLUB ARC ALPIN (CAA) e.V."

and its registered office is in Munich. The Association's financial year is the calendar year. It is entered in the Register of Associations of Munich District Court.

§ 2 Purpose

- 1 The CAA directly and exclusively pursues non-profit-making purposes of public benefit according to the section of the Tax Code entitled "Tax-sheltered purposes". Its activities are not aimed at making a profit. The purposes of public benefit in this respect are education, international understanding, conservation and environmental protection.
- 2 The purpose of the CAA is to provide education to foster responsible alpinism which reconciles the interests of mountain sports enthusiasts in European alpine regions with the need for nature conservation and environmental protection in order to promote considerate use and sustainable development of the alpine regions and their life forms.
- 3 The Association's purposes are predominantly achieved through

Education

- Events (presentations, seminars, symposia, conferences, etc.) to co-ordinate expert opinions, knowledge, skills and abilities in alpine issues, especially with regard to alpine education;

International understanding

- Regular exchanges of information and experience in all areas of alpine activity and the associated infrastructure, especially through the work of the commissions;
- Events that increase knowledge about alpinists and the people of other alpine countries by presenting the cultural and social positions of various nationalities and their position with regard to alpinism, with the aim of promoting an international understanding and respect for any differences between them;

Conservation and environmental protection

- Pursuing the purposes of the Alpine Convention and direct, active participation as observers in meetings of the Permanent Committee and the working groups of the Alpine Convention;
- Using the Association's own media tools and members' tools to create direct public awareness of the problems and challenges affecting everyone, especially to preserve the natural and cultural area and habitat of the Alps;
- A reciprocal exchange of information and co-operation with regard to alpine infrastructures (huts, trails, climbing facilities), in particular with regard to the environmentally compatible provision of supplies and the disposal of waste from the huts, particularly through the commissions' work;

- 4 The Association acts altruistically; it does not primarily pursue its own financial purposes. The Association's funds may only be used for purposes in accordance with the Statutes. Members do not receive any allowances from the Association's funds. No person may benefit from expenses that are not associated with the Association's purposes or from disproportionately high payments. Members who leave have no entitlement to any existing Association funds.

§ 3 Members (Joining, Leaving, Exclusion)

- 1 The founding members are the following associations:
 - Alpenverein Südtirol (AVS)
 - Club Alpino Italiano (CAI)
 - Deutscher Alpenverein (DAV)
 - Fédération Française de Clubs Alpins et de Montagne (FFCAM)
 - Liechtensteiner Alpenverein (LAV)
 - Oesterreichischer Alpenverein (OeAV)
 - Planinska Zveza Slovenije (PZS)
 - Schweizer Alpen-Club (SAC)
- 2 Further members can only join if they
 - support the CAA's purposes,
 - are significant as an alpine association at a national or international level,
 - want to actively co-operate in achieving the Association's purposes and
 - if an association from their country is not already a member.
- 3 Applications to join the CAA must be sent to the office in writing. The General Assembly decides on the admission of new members to the CAA by a two-thirds majority of members present, whereby all founding members currently in the CAA must give their approval.

- 4 Any member can terminate their CAA membership by giving the office 6 months' notice to the end of the calendar year.
- 5 Any member who seriously damages the CAA's reputation, contravenes these Articles of Association or is in arrears with the payment of agreed fees in spite of two written reminders can be excluded.
- 6 Applications for exclusion from the CAA must be submitted to the President in writing. The President will ask for the opinion of the member association concerned. The General Assembly decides on the exclusion of any member by a 2/3 majority, after the member concerned has had the chance to state its case. The member association whose exclusion has been applied for does not have a right to vote under these circumstances.

§ 4 Rights and Duties of Members

- 1 Members are entitled to take part in all Association events and to use the Association's facilities. They have a right to vote in the General Assembly.
- 2 Each member is entitled to request a copy of the Statutes.
- 3 At least 1/10 of members is required to request that the Executive Board call a General Assembly.
- 4 At every General Assembly, the Executive Board will inform members of the Association's activities and financial conduct.
- 5 The Executive Board will inform members about the audited statement of accounts. The auditors must be involved if this is done at the General Assembly.
- 6 Members are obliged to do everything in their power to promote the Association's interests and to refrain from doing anything that could damage the Association's reputation and purposes. They will comply with the Association's Statutes and resolutions passed by the Association's bodies. Members are obliged to pay their full membership fees, as decided by the General Assembly, in a timely manner.

§ 5 Funding

- 1 Membership fees are decided by the General Assembly to fund the office and activities defined by the General Assembly.
- 2 Another possible way of raising funds is through sponsorship, donations, legacies, etc.
- 3 The Executive Board's costs are paid by the CAA. The costs of sending other members of bodies and delegates are paid by the member associations sending them.
- 4 The member associations are not liable for the CAA's debts.



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§ 6 Bodies

CAA bodies are:

1. the General Assembly
2. the Executive Board
3. the commissions
4. auditors
5. arbitration panel

The elected members of the bodies perform their duties on a voluntary basis.

§ 7 Ordinary General Assembly

- 1 The General Assembly is the highest body of the CAA and is held once a year.
- 2 The General Assembly consists of the chairmen of the member associations or association representatives with written proof of authorisation.
- 3 The General Assembly is convened and chaired by the President. The office issues the written invitation. The date of the General Assembly must be announced 4 months in advance. Requests from the member associations and Executive Board must be submitted to the office in writing two months before the announced date. The agenda and requests must be sent to the member associations and Executive Board no later than one month before the date of the General Assembly.

The General Assembly constitutes a quorum if more than half of the member associations are present.

- 4 In particular, the General Assembly is responsible for
 - * approving a multi-year plan, including the budget;
 - * accepting and considering the annual report, annual financial statement and auditors' report;
 - * approving legal transactions between auditors and the Association;
 - * supporting the Executive Board;
 - * setting the fees for member associations;
 - * approving the annual plan and budget estimate;
 - * admitting and excluding members;
 - * passing resolutions on proposed requests;
 - * electing and dismissing Executive Board members, auditors and two further members;
 - * setting up/dissolving commissions;
 - * establishing the location of the next General Assembly;
 - * establishing the CAA's registered office;
 - * amending the CAA's Statutes;
 - * dissolving the CAA.
- 5 In the General Assembly, each member association present has only one vote, it is not possible to transfer votes to other member associations. Board members do not have a right to vote in the General Assembly.

- 6 The General Assembly reaches decisions by a two-thirds majority of the member associations present, unless these Statutes stipulate otherwise. Resolutions on amendments to the Statutes require the approval of three-quarters of the founder members.
- 7 Minutes of the General Assembly's resolutions must be produced by the office and signed by the President. These minutes are sent to the member associations in their own languages.

§ 8 Extraordinary General Assembly

The Executive Board and a tenth of members can request that an extraordinary General Assembly is convened, stating the required agenda. The President is then required to convene the extraordinary General Assembly within 4 weeks, stating the meeting location and date.

§ 9 Executive Board

- 1 The Executive Board consists of:
 - the President and Vice-President,
 - the treasurer and
 - two further members.
- 2 Officeholders are elected for a four-year period of office and can be re-elected once.
- 3 The Association is represented in public by the President and Vice-President, who each have the right to represent the Association alone. Internally, the Vice-President only represents the Association if the President is unavailable and they both ensure, together with the office, that business runs smoothly. With regard to the responsibilities of specific commissions, the Executive Board legally represents the CAA together with the relevant Board member or the respective commission chairman. The Executive Board produces its own rules of procedure and internal schedule of responsibilities. Member associations will be provided with both for their information.
- 4 The Executive Board is responsible for the management of the CAA. It is responsible for all duties that are not assigned to another body of the Association by the Statutes. The following matters, in particular, fall within its sphere of influence:
 - preparation of a multi-year plan and budget;
 - preparation of the annual plan/annual estimate and drawing up the statement of accounts and balance of accounts;
 - preparations for the General Assembly;
 - convening of the ordinary and extraordinary General Assembly;
 - management of the Association's assets;
 - appointment and dismissal of Association employees;
 - confirmation of commission members;
 - election of commission chairmen proposed by the respective commissions
 - regulation and supervision of the commissions' and office's activities.



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- 5 Each Board member has one vote; it is not possible to transfer votes. The Executive Board constitutes a quorum if more than half of its members are present. Resolutions are passed by a simple majority.

§ 10 Commissions

- 1 If required, the General Assembly can set up commissions with an advisory role for specific tasks.
- 2 Each member association has the right to send a representative to the respective commissions. A Board member participates in each commission without a right to vote.
- 3 Commission members are confirmed for a four-year period of office. They can be reconfirmed, with the exception of the chairman, who may only be re-elected once.
- 4 Commissions work on the basis of the rules of procedure, which are decided by the CAA Executive Board.
- 5 The commission chairmen participate in reports to the General Assembly.

§ 11 Auditors

- 1 Two auditors are elected by the General Assembly for a period of four years. The auditors must not belong to any body whose activities are being audited, with the exception of the General Assembly.
- 2 The auditors are responsible for the constant monitoring of business activities and auditing the CAA's financial conduct with regard to the accuracy of the accounts and the use of funds in accordance with the Articles of Association.
- 3 Legal transactions between auditors and the Association require the approval of the General Assembly.

§ 12 Office

- 1 The office is responsible for carrying out the Association's business in accordance with the guidelines and instructions of the Association's bodies. The office carries out its activities under the supervision of the President. The Executive Board can give the manager instructions.
- 2 The office manager is appointed by the Executive Board and performs an advisory role in the General Assembly, on the Executive Board and, if required, on the commissions.
- 3 The office manager acts as a sole signatory for amounts up to EUR 500.00 per transaction within the approved budget.

§ 13 Arbitration Panel

- 1 The Association's internal arbitration panel is called upon to settle all disputes arising from the Association's activities.

- 2 The arbitration panel consists of three CAA members. It is formed in such a way that one party to the dispute notifies the Executive Board in writing of the name of a member to act as an arbitrator. At the Executive Board's request within seven days, the other party to the dispute is required to name a member to sit on the arbitration panel within fourteen days. Upon notification by the Executive Board within seven days, the appointed arbitrators will elect a third member to act as the chairman of the arbitration panel within a further 14 days. In the event of a tied vote, lots will be drawn to decide which of the proposed candidates is chosen. Members of the arbitration panel must not belong to any body whose activities are under dispute, with the exception of the General Assembly.
- 3 The arbitration panel reaches its decision by a simple majority after hearing both sides in the presence of all of its members. Its decisions are final within the Association.

§ 14 Dissolution

- 1 The voluntary dissolution of the CAA can only be decided in a General Assembly and only with three-quarters of the valid votes cast by the founder members. If less than half of the members are represented in the General Assembly, dissolution can only be decided by an extraordinary General Assembly, which must be convened immediately. This constitutes a quorum regardless of the number of members entitled to vote; this must be stated in the invitation. This does not affect the second half of the first sentence in section 1 of § 14.
- 2 In the event of the dissolution or termination of the Association or if its current purposes cease to exist, the Association's assets will be assigned to a public body or another tax-privileged body to be used for education to foster responsible alpinism and harmonisation of the needs of mountain sports enthusiasts with the requirements of conservation and environmental protection in alpine regions.
- 3 Resolutions on the distribution of the Association's assets may only be passed subject to approval from the tax authorities.

In the text, the masculine form always designates both genders.



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