

**ESTABLISHMENT OF AN INTERNATIONAL NON PROFIT ASSOCIATION (INPA)
D. 18522**

“FEPSAC”

INTERNATIONAL NON PROFIT ASSOCIATION

Grasmarkt 105/39, Agora Galerij, 1000 Brussels

STATUTES

TITLE 1: LEGAL FORM – NAME – SEAT – TERM - AIMS – ACTIVITIES

Article 1: Legal form and name

The organisation has the form of an international non-profit organisation as stated by the (Belgian) law of 27th of June, 1921 concerning non-profit organisations, international non-profit organisations and foundations.

The name of the foundation is: "Fédération Européenne de Psychologie des Sports et des Activités Corporelles INPA", abbreviated "FEPSAC".

The full name or abbreviation will be used separately.

The idea of a European Federation of Sport Psychology was born on December 4th, 1968 on the occasion of the first European Congress of Sport Psychology in Varna (Bulgaria). The factual European Federation of Sport Psychology (FEPSAC - Fédération Européenne de Psychologie des Sports et des Activités Corporelles) was founded by its first General Assembly held on the occasion of the second European Congress of Sport Psychology in Vittel (France) on June 4th, 1969.

The articles of association apply since 1970. Additions and changes to the statutes were made by the General Assembly in 1975 (Edinburgh), at the extraordinary General Assembly in 1977 (Prague), at the General Assemblies 1979 (Varna), 1991 (Cologne), 1999 (Prague), 2003 (Copenhagen), 2007 (Halkidiki), and Madeira (2011).

The previous presidents of the factual federation FEPSAC were Emma Geron, Guido Schilling, Paul Kunath, Stuart Biddle, Glyn Roberts, Roland Seiler and Paul Wylleman.

All deeds, invoices, announcements, publications and other documents emanating from the association, have to mention the name, immediately preceded or followed by the words “international non-profit association” or by the abbreviation “I.N.P.A.” (in Dutch: “I.V.Z.W.”), as well as the address of the association’s registered office.

Article 2: Registered office

The registered office of the organisation is located in Belgium at Grasmarkt 105/39, Agora Galerij, 1000 Brussels. It can be moved to another place in Belgium, under the condition that the [Belgian] law and regulations concerning the languages are respected, on the condition there is a change of statutes. Any relocation of the registered office of the organisation needs to be reported to the Registry of the Court of Trade in the city where the seat is located and will be published in the appendixes of the Belgian Official Gazette.

Additional seats can be located in other countries of the European Union.

Article 3 – Term

The organisation is established for an indefinite period of time.

Article 4 – Aims

The aims of the organisation are:

- to promote scientific, educational and professional work in sport psychology in Europe
- to disseminate information and promote co-operation in sport psychology in Europe

- to maintain social and scientific relations between persons and groups working in sport psychology, mainly in Europe, and to encourage young European scientists in sport psychology.

The organisation is altruistic and strives to achieve non-profit goals of international value. The organisation strives to achieve exclusively and directly goals of public nature, according to the Belgian law.

Article 5 – Activities

To achieve these aims, the organisation can organise the following activities:

- to organise a Congress at least every 4 years
- to initiate other sport psychological activities, such as education, research, applied work and business
- to gather and create links between sport psychology societies and groups within Europe
- to produce and distribute documents and publications
- Within FEPSAC there is no political, ideological, and religious or any other form of discrimination permitted.

TITLE II: MEMBERS

Article 6 – Becoming a member

1. The organisation is open for all natural persons and legal entities who try to achieve all the aims of FEPSAC INPA. These legal entities have to possess legal statutes and have to contain at least 10 members. These legal entities also have to appoint representatives who will represent them within FEPSAC INPA. The legal entities from one country are permitted as well as legal entities with members from different countries.

2. The organisation consists of active members and supporting members.

2.a. Active members:

The minimum amount of active members may not be less than three, however the amount is unlimited.

In order to join as a member, a written and motivated application form has to be submitted to the Board of Directors, whereby they explain their aims and working rules. In order to join FEPSAC as a member, a written application has to be submitted to the Board of Directors. The Board of Directors exclusively makes a decision about the admission of an applying member, and will announce the decision in a written and motivated document.

Membership of the organisation means that a member automatically accepts and follows the statutes, the internal rules of operation, the yearly membership fee, and the rules of conduct of the organisation.

2.b. Supporting members:

Federations, organisations or individuals can send in their candidature for membership as supporting member in this organisation, on the condition that they show interest in the aims of this organisation.

The accession of a new supporting member needs to be approved by the Board of Directors.

Active members have the right to vote during the general assembly, supporting members do not have this right.

Supporting members can support the organisation with advice, financial support, promotion or other.

Article 7 – Exclusion – Resignation

1. Exclusion

If a member, active member or supporting member, does not pay the yearly membership fee without any serious reason, or is guilty of misconduct, then the General Assembly, on the request of the Board of Directors, has the power to exclude this member with minimum 2/3 of the present or delegated votes.

The General assembly decides in a sovereign way on this matter.

2. Resignation

Every member is free to resign from the organisation with a written resignation, in writing to the President or Secretary General of the Board of Directors.

The resignation becomes effective on the day of receipt of the notification, however, the member has to pay the annual fee of the past years as well as for the running year. Illness, dismissal or loss of one or more members will not lead to the dissolution of the organisation. The organisation will continue to exist through the other members.

Article 8 – Fees – Obligations

The members pay a yearly fee, which will be convened by the General Assembly following the advice of the Board of Directors.

Members, in this capacity, have no personal obligation towards the commitments of the organisation.

TITLE III – GENERAL ASSEMBLY

Article 9. Competences

The General Assembly possesses the powers which have been assigned by the law or these statutes.

Following are its exclusive competences:

- 1) approves modifications of the statutes;
- 2) approves the reports of the Board of Directors on management, way of working, and financial situation;
- 3) decides the annual membership fee based on the proposal of the Board of Directors;
- 4) discharge the members of the Board of Directors;
- 5) approval of the yearly financial report;
- 6) the winding up or dissolution of the organisation;
- 7) merger with other organisations with the same aim;
- 8) the acceptance according to article 6.2.b. and the exclusion of a member;
- 9) the election and dismissal of members of the Board of Directors, if necessary;
- 10) to consider and treat the proposals in order of importance, which concern the development of the association and to protect the interests of the association.

Article 10 – Meetings – Convening to meetings

The General Assembly is composed of all its members of the organisation. The General Assembly has all the powers granted by the present articles of association and the law.

The General Assembly for members is held once a year. Every General Assembly is conducted in the seat of the organisation or will be called for on another place in Europe as communicated.

The General Assembly can be convened by the Board of Directors every time when it is necessary in the interest of the organisation. She needs to be summoned when 1/5 or more of the active members ask for it.

The call will be done by the President to each member at least 15 days before the General Assembly and is signed by the President of the organisation in name of the Board of Directors.

The call of the active members will be sent together with the agenda via registered letter or fax, via email or any other form of communication, followed by a form of acknowledgement of receipt. The call of the supporting members will be sent together with the agenda via letter, fax, email or any other form of communication.

The General Assembly is presided over by the President of the organisation, or in his/her absence by the oldest installed member of the Board of Directors.

Article 11 – Representation

Every eligible member who can vote can be represented by another eligible member. This mandate needs to be given by writing. A member cannot represent more than two other members.

Article 12 – Composition and right to vote

The decisions are accepted by simple majority of the present or represented active members, except for certain cases according to these statutes.

Article 13 – Changing the statutes

The General Assembly is entitled to deliberate and decide on changes in the statutes of the organisation.

A decision about a change of statutes can be done when the proposal to change is stated in the call.

A majority of 2/3 of all votes from the present or represented active members in the General Assembly can decide to change the statutes.

Each amendment of the data mentioned in article 48, first section, 2° of the law of June 27, 1921, has to be approved by the King. In case of amendment of other data, as mentioned in Article 48, 5° and 7° of the above-said law, an authentic deed needs to be drawn up.

Article 14 – Merger - Liquidation – Disintegration

The General Assembly is authorized to deliberate and decide on the merger with another association with a similar object, on the liquidation or dissolution of the association, by a two-thirds (2/3) majority of the present or represented active members of the General Assembly.

Article 15 – Minutes – Right to inspect - Publication

Of every meeting minutes will be drawn up and signed by the president or the secretary general. Copies or printouts of the abovementioned minutes will be signed by the president or the secretary general. The members can consult the minutes or the decisions made during the General Assembly on the seat of the organisation. Third parties are informed in the way provided by law.

TITLE IV – BOARD OF DIRECTORS – CONTROL

Article 16 – Board of Directors – Members of the Board of Directors

The organisation is managed by a Board of Directors. The Board of Directors has minimum 3 members and maximum 9 members.

The Board of Directors consists maximally of:

1. President for the mandate of 4 years
2. Vice-President for the mandate of 4 years;
3. Secretary general for the mandate of 4 years
4. Treasurer for the mandate of 4 years
5. Member of the Board for a mandate of four years;

6. Member of the Board for a mandate of four years;
7. Member of the Board for a mandate of four years;
8. Member of the Board for a mandate of four years;
9. Member of the Board for a mandate of four years;

The president, vice-president, secretary general, treasurer and ordinary members of the Board can be re-elected. The maximum length of membership on the Board shall be three consecutive terms in total. However, no more than two consecutive terms can be served as President, Vice-President, Secretary General or Treasurer.

All members of the Board of Directors are elected by the General Assembly.

If during the period between two General Assemblies there are vacancies, the Board of Directors can appoint ad interim members to replace the absent board member for the remaining term with that specific mandate, without regard to the reason why the previous mandate was terminated.

The Board of Directors has to replace the members when they remain with less than 3 board members.

On the following General Assembly, the board members will or will not confirm the appointment.

The ad interim members of the Board of Directors, appointed as said, will continue the mandate of their predecessor, till the end of the period of their predecessor. They will stop being member of the Board of Directors when they dismiss, decease or lose membership of the organisation.

Article 17 – Appointment – Termination of the mandate – Dismissal

The members of the Board of Directors are natural persons and are appointed and dismissed by the General Assembly by simple majority of the present or represented votes of the active members. The deeds regarding the appointment, dismissal and termination of the term of office of the members of the Board of Directors and, where appropriate, of those who are authorized to represent the association, drawn up according to the law, have to be made public by deposit of the decision in the file of the association at the office of the commercial court and should be published in the Annexes to the Belgian Official Gazette.

The mandate of the directors-natural persons ends due to the decease, voluntary resignation, legal incapacity, dismissal by the General Assembly, decision of the court of first instance of the district where the association has its registered office, loss of their mandate in the company or association they represent.

When the number of directors is less than the legal minimum, the directors remain in function until they are replaced.

The first directors are appointed by the founders in the deed of foundation.

Article 18 – Remuneration

The mandate of a member of the Board of Directors is non-remunerated.

Article 19 – Advice

The Board of Directors has the right to be assisted by advisors (chosen among the members of the organisation, or outside the organisation), or can appoint them temporarily or definitively, whom can contribute to the development of the organisation. The association will bear the costs for their services.

Article 20 – Powers

The Board of Directors administers the association and represents the association in and outside court.

The Board can perform all acts to realize the association's purpose except those that are reserved to the General Assembly pursuant to the law of June 21, 1921 regarding the non-profit associations, the international non-profit associations and the foundations, amended by the Royal Decree of May 31, 2004.

Article 21 – Meetings

The Board of Directors will be called together every time it is necessary and at least once a year by the president or by the secretary general, in the interest of the organisation.

The Board is convened by means of a letter, fax, electronic mail or any other means of communication. The convening notice mentions the day, time and place of the meeting and contains the agenda.

The Board of Directors is presided over by the president.

Every director can give power of attorney to another director by means of letter, fax, electronic mail or any other means of communication to represent him/her at a meeting of the Board of Directors. A director can be holder of maximum one power of attorney.

The Board of Directors can meet by phone or video conference. The said deliberation rules apply mutatis mutandis.

Article 22 – Decisions

The Board of Directors is validly composed if the majority of its members is present or represented..

The decisions are taken by simple majority of the present members. In case of equal votes, the vote of the President is decisive.

Article 23 – Minutes

The resolutions made by the Board of Directors are put into minutes and are signed by the president and the secretary general.

Article 24 – Internal rules of operation

The Board of Directors can draw up internal rules of operation on the relations between the organisation and its members, as voted by the General Assembly. The Board of Directors can set up committees which decide on specific matters. The Board of Directors appoints the members and chairman of each of these committees. The committees report to the Board of Directors.

Article 25 – External representatives

Without prejudice to the general power of representation by the Board of Directors as a board, the association, in all its acts, also those for which a public or ministerial officer intervenes, and in court, is validly represented by the president or by two members of the Board of the association, acting jointly.

The president is responsible for all decisions, unless she/he has been deprived of his powers by the Board of Directors or unless some specific powers have been explicitly reserved to the Board of Directors by the law or by the articles of association. The president will take care that the decisions of the Board of Directors are executed and that the activities of the association are lawfully performed.

TITLE V – FINANCIAL YEAR – REVENUES – ACCOUNTING – BUDGET

Article 26 – Financial year

The financial year starts every year on the 1st of January and ends on the 31st of December of every year.

Article 27 – Sources of revenue

The sources of revenue consist of:

1. yearly membership fees;
2. subsidies and allocations;
3. revenues through meetings and gatherings;
4. all other sources of revenue, on the condition that they are not contrary to the mandatory legal provisions or other regulations.

The finances can only be used within the framework of the object mentioned in article 4 and the present articles of the association. The members of the organisation do not receive shares from the revenues of the organisation.

Nobody shall have any advantage from the expenses who do not reflect the basic interests of the organisation or from disproportional repayments.

Article 28 – Accounting – Budget – Discharge

Each year the Board of Directors draws up the annual accounts of the past financial year according to article 53§1 of the [Belgian] law of 27th of June, 1921, as well as the budget for the next financial year. The General Assembly approves the annual accounts and the budget.

After approval of the accounting and the budget, the General Assembly decides on the discharge of the members of the Board of Directors.

In case the association, at the closing of the financial year, has reached at least two of the three by law required thresholds, the association has a bookkeeping system and draws up the annual accounts according to the bookkeeping law of July 17, 1975, barring some adaptations due to the special nature of the association.

Associations have to assign the control of their financial situation, of the annual accounts and of the regularity of the transactions, to one or more statutory auditors if the association complies with the criteria as stipulated by article 53 § 5 of the law of June 27, 1921.

TITLE VI: DISSOLUTION AND LIQUIDATION

Article 29: Dissolution

Except in case of judicial dissolution, only the General Assembly can proceed with the dissolution according to the legal stipulations, undiminished possible other requestors for dissolution as stipulated by article 55 of the law of June 27, 1921.

The dissolution requires the approval of a $\frac{3}{4}$ majority of the present or represented active members of the General Assembly.

If decided on a voluntary dissolution, the General Assembly, or the court if there has not been a General Assembly, will appoint one or more liquidators and determines his powers.

Article 30 - Liquidation

In case of dissolution, the General Assembly will, according to the Belgian law, determine how the net remaining assets of the association, after payment of the debts and charges, will be transferred to an association, service or work, or more of these, designated by the General Assembly. These assets are anyway intended for an altruistic goal approaching as much as possible the association's aim.

All deeds, invoices, announcements, publications and other documents emanating from the association, mention the name of the association, immediately preceded or followed by the words "International non-profit association in liquidation".

Termination or transitory provision

1. Appointment of the first members of the Board of Directors

After the foundation, all the above-named founders of the association have met in general meeting and have decided by unanimous vote to appoint the following directors, directors – appearers – who declare to take up their duties:

- Paul Wylleman, as president
- Anne-Marie Elbe, as vice-president
- Xavier Sanchez, as secretary general
- Alberto Cei, as treasurer
- Antonis Hatzigeorgiadis, as member of the board
- Nadine Debois, as member of the board
- Rebeca Ivana Hutter, as member of the board
- Markus Raab, as member of the board
- Caroline Jannes, as member of the board

2. First financial year and next General Assembly.

Contrary to article 26 and exceptionally, the first financial year starts on the day the association acquires corporate personality (on the date of the royal decree by which the association is recognized) and ends on December 31, 2015. The next General Assembly will be held in December 2015.

Other provisions

1. For everything that has not been regulated by the present articles of association, reference is made to the law of June 27, 1921 regarding the non-profit associations, the international non-profit associations and the foundations.

2. Election of domicile is made at the registered office of the association.

3. The appearers acknowledge that the undersigned notary public has drawn their attention to the special obligations of a notary public pursuant to article 9, § 1 second and third section of the Organic Law Notaryship. They acknowledge that the undersigned notary public has explained to them that in case a notary public finds conflicting interests or unbalanced clauses, he has to draw the attention of the parties to it and he has to inform them that each party has the freedom to appoint another notary public or that they can be assisted by a counsel. The notary public also has to inform each party fully on the rights, obligations and burdens resulting from the legal acts they are involved in and he has to advise all parties in an impartial way.

Hereupon the appearers have declared that, according to them, there is no conflict of interests and that all clauses that are included in the present deed are well-balanced and that they accept them as such.

The appearers also confirm that the notary public has informed them properly on the rights, obligations and burdens resulting from the present deed and that he has advised them in an impartial way.

4. The appearers acknowledge having received each of them a draft of the present deed.
5. The present deed has been read and explained in full by the undersigned Notary Public.

The rights for this document costs fifty nine euro (€ 95.00).

IN WITNESS WHEREOF THE ABOVE CONSTITUTES LEGAL PUBLICATION.

Drawn up and executed at Merelbeke - Bottelare, at the office of the undersigned notary-public. The notary public record will be kept amongst the records of notary public Anne Pede, associated notary public in the said civil company.

After full reading and explanation, the appearers have signed with us, notary public.

After approval of 2 amendments, and the deletion of 1 line(s), 7 word(s), 0 letter(s), 0 numbers(s), null and void in the present deed.

NB.: The international non-profit association acquired corporate personality pursuant to the Royal Decree of 8/3/2015.