



ARTICLES OF ASSOCIATION

**ARTICLES OF ASSOCIATION
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Confédération Européenne de Pétanque
ARTICLES OF ASSOCIATION

Adopted by the Congress
(21st September 2017 - Saint-Pierre-lès-Elbeuf, France)

Chapter 1

OBJECTS

1. NAME

- 1.1. The name of the Association is the "Confédération Européenne de Pétanque".
- 1.2. The CEP is an international non-governmental not-for-profit organisation, of unlimited duration, in the form of an association with the status of a legal person and affiliated to the Fédération Internationale de Pétanque et Jeu Provençal (FIPJP).

2. DEFINITIONS

- 2.1. In these Articles, the words standing in the first column of the table set out hereunder shall bear the meaning set opposite to them in the second column thereof, if not inconsistent with the subject or context.

Words	Meanings
Articles	the CEP Statutes, as originally framed or as amended and in force from time to time.
Association	the Confédération Européenne de Pétanque
Board of Directors	the members for the time being of the Executive and General Committees constituted in accordance with these Articles
CEP	the Confédération Européenne de Pétanque
CESB	Confédération Européenne des Sport de Boules
Congress	the higher decision-making body of the CEP consisting of the European Federations constituted in accordance with these articles
Europe	the countries/Federations in membership of the CEP
Executive Committee	the President, Vice-President, General Secretary and Treasurer
FIPJP	Fédération Internationale de Pétanque et Jeu Provençal
General Committee	the non-Executive members of the Board of Directors
Member	a member of the CEP and "Membership" shall be construed accordingly
Non-voting Member	a member of the CEP entitled to such rights and privileges as are hereinafter provided but not entitled to vote at meetings of the CEP
Commission	the Commission as established under Article 23
Rule	a Rule of, or made by the CEP pursuant to, the statutes and regulations of the CEP
Seal	the common seal of the CEP
Voting Member	a member of the CEP entitled to vote at meetings of the CEP
WADA	World Anti-Doping Agency
In writing	written or reproduced in any visible substitute for writing, or partly one and partly another
Year	calendar year, from the 1 st January to the 31 st December inclusive

3. OBJECTS

The objects for which the CEP is established are:

- 3.1. To foster the development of pétanque, its ideals throughout Europe, in close collaboration with the Fédération Internationale de Pétanque et Jeu Provençal (FIPJP), the Confédération Européenne des Sport de Boules (CESB) and the pétanque Federations and Associations of Europe, in promoting the development of physical and moral qualities that develop from the positive engagement in sport.
- 3.2. To consistently encourage the spirit of sport amongst the youth of Europe and to help to promote a programme of education for the public and further the philosophy of sportsmanship.
- 3.3. To ensure that the CEP remains a completely autonomous and independent body and resists all political, religious, racial or commercial pressures.
- 3.4. To promote co-operation between the National Federations of Europe in the areas of research and common interests.
- 3.5. To receive from any person or body monies for the purposes of furthering these objects.
- 3.6. To invest the monies of the CEP not immediately required for its purposes in or upon such investments, securities or property as may be thought fit.
- 3.7. To employ staff and remunerate any company, firm or person for services rendered to or on behalf of the CEP.
- 3.8. To purchase, take on lease, or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the CEP think necessary or convenient for the attainment or advancement of any of its objects and to construct or maintain or alter any buildings or erections necessary or convenient for the work of the CEP.
- 3.9. To sell, let, mortgage, dispose of, or turn to account, all or any of the property or assets of the CEP as may be thought expedient with a view to the promotion of its objects.
- 3.10. For the purpose aforesaid to buy, acquire, hold, deal with, manage, direct the management of, sell, exchange, mortgage, charge, dispose of, grant, register or otherwise turn to account any right or interest in, over or upon any property of any kind whatsoever and in particular any intellectual property rights, copyrights, designs, trademarks, patents, licences, franchises, concessions and the like (or rights in respect thereof) conferring a right of use or any secret or other information and/or any film, video, television, internet or broadcasting rights which may seem capable of being used for any of the purposes of the CEP and to use, exercise, develop, grant licences in respect of or otherwise turn to account any rights and information so acquired, and also to undertake any kind of trade, business or activity for the purpose of promoting, advancing or protecting the interests of persons or bodies engaged in the sport of pétanque.
- 3.11. To borrow or raise money for the purposes of the CEP on such terms and on such security as may be thought fit.
- 3.12. To do or make any other acts which in the opinion of the CEP may be conducive or incidental to the objects of the CEP.
- 3.13. To observe and comply with the Rules, Regulations and Bye-laws of the CEP and the sport of pétanque.
- 3.14. It is further declared, that the objects specified in different paragraphs of this Clause shall not, except where the context expressly so requires, be in anyway limited or restricted by reference to or inference from the terms of any other paragraph or the name of the CEP, but may be carried out in as full and ample a manner and shall be construed in as wide a

sense as if each of the said paragraphs defined the objects of a separate distinct and independent company.

4. PRELIMINARY

The CEP is established for the purposes expressed in these Articles.

- 4.1. The Association has its legal seat at the Boulodrome National FLBP, 184, Chemin Rouge, L-4480 Belvaux, Luxembourg.
- 4.2. The administrative headquarters of the Association shall be decided by the Board of Directors.
- 4.3. The Association is subject to Luxembourg and European law.
It is fully responsible for the Association obligations by means of its patrimony, with the exclusion of the direct responsibility of its members, components or employees.
- 4.4. The official languages of the Association are French and English. The working languages are French and English; in the case of divergence between the French and English texts of these Articles and any other CEP document the English text shall prevail unless expressly provided otherwise in writing.
- 4.5. At Congress and other meetings, a simultaneous interpretation must be made.
- 4.6. The CEP undertakes, in accordance with its mission and role at international level:
 - 4.6.1. to participate in actions to promote peace;
 - 4.6.2. to promote women in the sport of pétanque.
 - 4.6.3. to promote youth in the sport of pétanque.
- 4.7. The CEP also undertakes to support and encourage the promotion of sports ethics, to fight against doping and to demonstrate a responsible concern for environmental issues.

5. MISSION

- 5.1. The mission of the CEP is to develop and protect the sport of pétanque in Europe.
- 5.2. To share and exchange knowledge and experiences in relation to the sport of pétanque.
- 5.3. To make information available through its official website enabling facilities and services to be promoted to players, coaches and officials in Europe and across the world.

6. ROLE

The role of the CEP is to:

- 6.1. propagate the fundamental principles of the sport of pétanque in Europe and within the framework of sports activities and otherwise contribute, among other things, to the diffusion of pétanque in the teaching programmes of physical education and sport in schools and university establishments; to see to the creation of institutions which devote themselves to pétanque education.
- 6.2. ensure the observance of the Official Rules for the Sport of Pétanque in Europe;
- 6.3. encourage the development of the sport of pétanque;
- 6.4. help in the training of pétanque administrators, coaches and umpires in Europe;
- 6.5. commit itself to acting against any form of discrimination (on grounds of race, religion, politics, sex and otherwise) and violence in sport;
- 6.6. fight against the use of substances and procedures prohibited by the WADA Prohibited List or the International Federations, by approaching the appropriate authorities in Europe so that all medical controls may be performed in optimum conditions;

- 6.7. work to maintain harmonious and co-operative relations with appropriate governmental bodies, while preserving the CEP autonomy and resisting all pressures of any kind, including those of a political, religious or economic nature, that may prevent it from complying with the rules and regulations of the CEP and sport of pétanque.

7. POWERS AND AUTHORITY

- 7.1. The flag and the emblem adopted by the CEP consist of the CEP initials and 12 stars, which represent Europe, the acronym and the full name of the Confederation.
- 7.2. The flag, the emblem and the anthem adopted by the CEP must be approved by Congress.
- 7.3. The Board of Directors has the sole authority to designate the Federation, which may apply to organise a European Championship.

8. RESPECT FOR THE RULES

- 8.1. The Board of Directors shall always act in accordance with the Rules, Regulations and By-laws of the CEP and sport of pétanque (as same may be amended from time to time), the provisions of which, insofar as they concern the constitution, duties and obligations shall be deemed to be incorporated into these Articles.

* * * * *

Chapter 2

MEMBERS

9. MEMBERS: GENERAL PROVISIONS

- 9.1. Only a National Federation in Europe recognised by the FIPJP shall be admitted to membership of the CEP.
- 9.2. The decision of the Board of Directors as to whether or not any application for admission to Membership shall be admitted shall be final and conclusive, and the Board of Directors shall be entitled in its absolute discretion to refuse to admit to Membership any applicant (but it shall give its reason for such refusal), provided that any such decision is taken by the CEP in conformity and accordance with any obligations which the CEP may have.
- 9.3. A register shall be kept by the CEP containing the names and addresses of all the Members.
- 9.4. Admission of any other member is subject to agreement by the Congress having received the guidance of the Board of Directors. Such admission requires a two-thirds majority of the members attending and voting at such Congress.
- 9.5. Member National Federations must support the aims pursued by the CEP whilst benefiting from all the rights given to them by these Articles.
- 9.6. Member National Federations are liable for annual fees set by the Congress for each two-year period. Only Member National Federations having paid the appropriate annual fee shall be considered as Valid Members.
- 9.7. Annual fees must be paid for each year within the time limit set by the Congress, given that the time limit set applies to all interested parties. For non-payment of fees one or more of the sanctions listed in Article 43 may be applied to the Federation in question by the Board of Directors.

These sanctions will come into force immediately on the decision being made by the Board of Directors.
- 9.8. The CEP has representatives in the CESB (Article 17.9) as defined in the Constitution of the CESB.

10. VOTING MEMBERSHIP

Voting Membership shall comprise:

- 10.1. Presidents of the National Federations accepted into membership in accordance with these Articles and which are in good standing in respect of such membership.
- 10.2. To be recognised by the CEP and accepted as a Member, a National Federation must be recognised by the FIPJP and conduct its activities in compliance with the CEP rules and regulations and the sport of pétanque.

11. NON-VOTING MEMBERSHIP

- 11.1. The Congress, on the recommendation of the Board of Directors may elect any person to be an Honorary Member either for life or for such other period as the Board of Directors may, at its discretion, think fit. In addition, the Board of Directors may create different categories of Honorary Membership.
- 11.2. Every Honorary Member shall be entitled to receive notice of and to attend and speak at every assembly of the CEP but shall not be entitled to vote at any such meeting.

Chapter 3 STRUCTURES

12. STRUCTURES

The official components of the Association are:

- A) the Congress
- B) the Board of Directors
- C) the Commissions and the Working Groups
- D) the Audit Committee

Chapter 3A

THE CONGRESS

13. THE CONGRESS

- 13.1. The Congress is the supreme authority of the CEP. It is composed of the members of the Board of Directors elected in accordance with these articles, and the Presidents (Article 16.1) of the valid Member National Federations and Associations.

14. FUNCTIONS OF THE CONGRESS

The functions of the Congress are:

- 14.1. at each annual Congress, to approve the annual reports for the preceding year;
- 14.2. at each annual Congress, to approve the annual financial statements of the preceding year after having taken into consideration the report of the Auditors;
- 14.3. at each annual Congress, to determine the rate of annual fees;
- 14.4. at each annual Congress, to approve the budget for the following year;
- 14.5. at each annual Congress, to appoint the Auditors for the following year;
- 14.6. at the Congress held in the even numbered year, as provided for in Article 15.2, to elect the Board of Directors for a period of four years;
- 14.7. to agree upon the number and composition of the Commissions on proposal of the Board of Directors;
- 14.8. to adopt activity programmes;
- 14.9. to make modifications if necessary to the statutes;
- 14.10. to take a stand upon all questions or proposals submitted by the member Federations and Associations or by the Board of Directors.

15. CONGRESS OF THE CEP

- 15.1. An annual Congress shall be held once in every year, at such day, time and place as may be determined by the Board of Directors.
- 15.2. Congress of the CEP will be held to receive reports from the President, Secretary General and the Treasurer and to elect members of the Board of Directors for the following four years, in accordance with the provisions set out in these Articles.
- 15.3. To ensure continuity, the Board of Directors shall be renewed every two years on the following basis.

The basic election shall take place in the year of the summer Olympics and shall affect six members; two years later it shall involve the other five members.
- 15.4. If circumstances prevent the holding of Congress the existing Board of Directors will remain in office until the CEP elects successors in accordance with the provisions of these Articles.
- 15.5. An outgoing member of the Board of Directors constituted in accordance with the provisions of Article 17, shall remain in office until the end of the meeting referred to in this Article.
- 15.6. Copies of the minutes at which elections have taken place shall be sent to the FIPJP and CESB. All documents must be certified as true copies by the President and the Secretary General.

- 15.7. All Congress meetings of the CEP shall be either annual general assemblies or extraordinary general assemblies.
- 15.8. The Board of Directors may convene a Congress at any time. In addition, an Extraordinary Congress of the CEP will be convened by the Secretary General, on the written requisition, with cause stated, of not less than one fifth of the affiliated National Federations. Such assembly shall be held within sixty days of the written requisition.
- 15.9. An annual Congress and an assembly called to pass a special resolution shall be called by ninety days' notice in writing at the least, and an assembly of the CEP (other than an annual Congress or an assembly called to pass a special resolution) shall be called by sixty days' notice in writing at the least, exclusive of the day on which the notice is served or deemed to be served and of the day for which it is given.
- 15.10. The Agenda and relevant documentation shall be sent to the Members at least thirty days before the date of the Congress.
- 15.11. The accidental omission to give notice to or the non-receipt of notice by any Member entitled to receive notice shall not invalidate the proceedings at any Congress of the CEP.
- 15.12. Every notice calling a Congress shall specify the place and the day and hour of the meeting. The notice shall specify the nature of the business to be transacted at the meeting and, if any resolution is to be proposed as a special resolution, the notice shall contain a statement to that effect.
- 15.13. Two delegates from each National Federation Member are entitled to attend any Congress of the CEP. Each National Federation must notify the Secretary General in writing of the names of its delegates to the assembly and the seniority of those delegates. Such notification shall be received by the Secretary General not less than thirty days before the meeting is due to take place.
- 15.14. The following business shall be deemed special:
 - 15.14.1. all that is transacted at an Extraordinary Congress;
 - 15.14.2. all that is transacted at an annual Congress except for the consideration of the accounts, balance sheet and the reports of the President, Secretary General, the Treasurer, the Auditors, the election of members of the Board of Directors in place of those retiring.
- 15.15. No business shall be transacted at any Congress unless a quorum is present when the meeting proceeds to business. Save as hereinafter provided a quorum shall be the representatives of not less than one half of the National Federations plus one, which have complied with Article 10.1 and 10.2.
- 15.16. The President for the time being of the CEP shall preside as Chairman at any Congress, but if the President is not present then the Vice President may preside on the President's behalf. If neither the President nor the Vice President are present then the members of the Board of Directors present shall choose one of their number to preside as Chairman at the meeting. In the event of a tie, the Chairman of the meeting shall be chosen by lot.
- 15.17. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is demanded by (a) the Chairman or (b) not less than twelve Members present and entitled to vote.
- 15.18. A declaration by the Chairman that a resolution has been carried, whether unanimously or by a particular majority, or lost, and an entry to that effect in the minute book, shall be conclusive evidence of the fact, without proof of the number or proportion of votes recorded for or against such resolution.

- 15.19. If any votes shall be counted which ought not to have been counted, or might have been rejected, the error shall not vitiate the resolution unless it be pointed out at the same meeting, or at an adjournment thereof, and not in that case unless it shall in the opinion of the Chairman be of sufficient magnitude to vitiate the resolution.
- 15.20. If a poll is duly demanded (and the demand is not withdrawn) it shall be taken in such manner as the Chairman may direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
- 15.21. The Chairman may appoint scrutineers and may adjourn the meeting to some place and time fixed by him for the purpose of declaring the result of the poll.
- 15.22. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.
- 15.23. The minutes of all general assemblies' other than an annual Congress shall be distributed by the Secretary General to all Members within six months of each such meeting.

16. **VOTES OF MEMBERS**

- 16.1. Only the President of a Federation, which is considered a "valid member", or their official delegate duly mandated for this purpose, may vote in accordance with the provisions of Article 15.

Chapter 3B

BOARD OF DIRECTORS

17. THE BOARD OF DIRECTORS

The affairs of the CEP shall be managed by a Board of Directors to be constituted as hereinafter provided:

- 17.1. the Executive Committee referred to in these Articles.
- 17.2. the General Committee which is composed of seven other members who are duly nominated for such membership and elected by the CEP in accordance with the provisions of these Articles.
- 17.3. The Executive Committee of the CEP to be elected are:
 - 17.3.1. the President;
 - 17.3.2. the Vice President;
 - 17.3.3. the Secretary General;
 - 17.3.4. the Treasurer.
- 17.4. Nominations for members of the Board of Directors must be submitted in writing to the Secretary General at least sixty days before the meeting referred to in Article 15.2. Nominations can be made only by a National Federation which is affiliated to the CEP. The Secretary General shall, at least ninety days before the meeting referred to in Article 15.2, write to each National Federation inviting nominations for the Board of Directors.
- 17.5. Voting for election to any office under these Articles shall be by secret ballot.
- 17.6. Should the President cease for any reason to hold office during his term in office the Vice-President shall assume the office of President for the remainder of that term.
- 17.7. Should any Officer other than the President cease for any reason to hold office during their term of office the Board of Directors shall appoint another Officer in their place who need not be a member of the Board of Directors. Any person thus appointed shall hold office for the remainder of the term unless the CEP shall in the meantime resolve in a general meeting to remove them, in which case the CEP shall thereupon in a general meeting elect another person to hold such office for the remainder of the four-year period.
- 17.8. Any change in the Executive Committee of the CEP shall be notified in writing by the Secretary General to the FIPJP, CESB and member Federations.
- 17.9. The President, during his term of office shall serve as a Vice President of the CESB. The Vice President and the Secretary General, during their terms of office shall serve as members of the Board of Directors of CESB representing the CEP.
- 17.10. The members of the Board of Directors are elected in one count by relative majority. To be valid, each voting paper must include the names and Federation of each candidate. If a candidate/s obtain an equal number of votes a second or subsequent count shall be undertaken to fill the vacancies concerned.
- 17.11. The President, Vice President, Secretary General and Treasurer shall be elected by the Board of Directors.
- 17.12. The Board of Directors may invite Observers or Guests without voting rights to attend a Congress or other meeting of the CEP.
- 17.13. The Board of Directors shall meet at least twice a year.

18. RETIREMENT OR EXCLUSION OF MEMBERS OF THE BOARD OF DIRECTORS

- 18.1. Retirement – membership of the Board of Directors shall be vacated ipso facto if the member:
 - 18.1.1. resigns in writing, in which the letter is sent to the President and Secretary General;
 - 18.1.2. becomes a member of the FIPJP Executive, a paid consultant or adviser to the CEP or provides for profit any other services to the CEP.
- 18.2. Exclusion – a member of the Board of Directors shall be excluded if they:
 - 18.2.1. are adjudged bankrupt in Europe or in any territory outside Europe or makes any arrangement or composition with their creditors generally;
 - 18.2.2. become of unsound mind, duly documented by medical certification or by a decision of a competent court in the country in which the member has their legal domicile;
 - 18.2.3. are convicted of an indictable offence unless the Board of Directors otherwise determine;
 - 18.2.4. are directly or indirectly interested in any contract with the CEP and fails to declare the nature of their interest.

19. PROCEEDINGS OF THE BOARD OF DIRECTORS

- 19.1. The Board of Directors may meet for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. The President of the CEP will preside over and conduct the business of meetings of the Board of Directors. In their absence, the Vice-President will act as chairman. In the absence of the President and the Vice President some Member appointed from among those present, will act as chairman (“the Chairman”) with the same powers as the President.
- 19.2. The Vice President will perform such duties as are assigned by the President or are laid down from time to time by the Board of Directors.
- 19.3. Questions arising at any meeting shall be determined by a majority vote and, in the case of an equality of votes, the President or the Chairman, as the case may be, shall have a second or casting vote.
- 19.4. The Secretary General shall give at least thirty days’ notice of any meeting of the Board of Directors. The Notice shall specify the place, day and the hour of the meeting and enclosing the Agenda and, where necessary, any documentation required.
- 19.5. The Secretary General on the requisition of eight Members of the Board of Directors shall at any time summon a meeting of the Board of Directors, giving at least twenty-one days’ notice (inclusive of the day on which the notice is given) specifying the place, the day and the hour of meeting and enclosing the agenda shall be given of every meeting so requisitioned of the Board of Directors.
- 19.6. No business not mentioned in the agenda for any meeting of the Board of Directors shall be transacted at any meeting of the Board of Directors unless in the opinion of the President or Chairman of the meeting and supported by a majority of the other members of the Board of Directors present at the meeting such business arises directly out of an item included in the agenda or out of the minutes of the last preceding meeting or is a matter of urgency.
- 19.7. The quorum necessary for the transaction of the business of the Board of Directors may be fixed by the Board of Directors and unless so fixed shall be six.
- 19.8. A meeting of the Board of Directors for the time being at which a quorum is present shall be competent to exercise all powers and discretions for the time being exercisable by the Board of Directors.

- 19.9. The Board of Directors may act notwithstanding any vacancies in its body but if at any time their number shall be less than the quorum fixed by or in accordance with these Articles they may act only for the purpose of filling up vacancies in the members of the Board of Directors or summoning a general meeting.
- 19.10. The Board of Directors shall be entitled to act on a signature transmitted by facsimile or e-mail or other form of electronic communication provided that the Secretary General is satisfied as to the authenticity of the signature. Where it is proposed to have a resolution passed in accordance with this article the Secretary General shall transmit a copy of the resolution proposed to be signed to each member of the Board of Directors at such address (physical or e-mail) as that member shall have notified to the Secretary General. If the member has not notified any such address or number it shall be sufficient for the Secretary General to transmit a copy of the proposed resolution to the address or number of that member last known to the Secretary General.
- 19.11. Any member of the Board of Directors absent from two consecutive meetings is considered as having resigned, except in the case of "force majeure" duly justified. Any such decision is made by the Board of Directors. In the case of death, resignation or exclusion of a member the Board of Directors may co-opt a replacement to serve for the remainder of the four-year period.
- 19.12. The Board of Directors is responsible for the execution of decisions taken by the Congress and the administration of the CEP.

20. THE PRESIDENT

- 20.1. who is elected by the Board of Directors, shall serve for a period set by the Board of Directors but not exceeding their normal term of office.

The Presidents responsibilities shall include:

- 20.2. represent the CEP in dealings with all International bodies including, but not limited to, the FIPJP, CESB, International Federations, International Governmental Organisations;
- 20.3. sign, as necessary, any accounting documents and financial reports;
- 20.4. sign, as necessary, any contract on behalf of the CEP, with the agreement of the Board of Directors;
- 20.5. If the President is unable to perform any of their duties the Vice President shall perform them in their stead.

21. THE VICE PRESIDENT

- 21.1. The Vice President, who is elected by the Board of Directors, shall serve for a period set by the Board of Directors but not exceeding their normal term of office.

The Vice Presidents responsibilities shall include:

- 21.2. assist the President in the performance of their duties;
- 21.3. in the absence of the President, assume the role of the Chairman at Congress or meetings of the Board of Directors.

22. THE SECRETARY GENERAL

- 22.1. The Secretary General, who is elected by the Board of Directors, shall serve for a period set by the Board of Directors but not exceeding their normal term of office.

The Secretary Generals responsibilities shall include:

- 22.2. oversee the Secretariat of the CEP and supervise its day-to-day activities to further the aims of the Association;

- 22.3. establish the agenda of the Congress and of the Board of Directors meetings according to the instructions of the President;
- 22.4. verify the draft minutes of the Congress and of the Board of Directors meetings and submit them for approval to the President;
- 22.5. supervise the accreditation of delegates to the Congress and other meetings;
- 22.6. supervise correspondence with the members of the CEP;
- 22.7. represent, together with the President, the CEP vis-à-vis international organisations;
- 22.8. sign any documents concerning the day-to-day administration of the CEP on behalf of the Board of Directors.

23. COMMISSIONS

- 23.1. Various Commission shall be constituted, in accordance with regulations adopted by the Board of Directors. All regulations and procedures of the Commission shall be adopted by the Board of Directors after consulting with the Commission concerned.

24. MINUTES

- 24.1. The Board of Directors shall cause minutes to be made in writing and in electronic copy:
 - 24.1.1. of all appointments made by the Board of Directors;
 - 24.1.2. of the names of the members of the Board of Directors and any committee, commission or working group thereof;
 - 24.1.3. of all resolutions and proceedings at all meetings of the CEP and of the Board of Directors and of any committee, commission or working group thereof.

25. HONORARY AWARDS

- 25.1. The Board of Directors has the exclusive authority to make honorary awards to individuals or organisations who, in the opinion of the Board of Directors, have reinforced the effectiveness of the CEP or have rendered distinguished services to the cause of pétanque.

26. THE SEAL

- 26.1. The CEP shall have a common seal with its name engraved thereon in legible characters and the Board of Directors shall provide for the safe custody of the Seal and the Seal shall never be used except by the authority of the Board of Directors.
- 26.2. Every instrument to which the Seal shall be affixed shall be signed by the President and Secretary General, or by some other person appointed by the Board of Directors for the purpose, and by one other member of the Board of Directors.

Chapter 3C

COMMISSIONS AND WORKING GROUPS

27. COMMISSIONS AND WORKING GROUPS

- 27.1. The Board of Directors may delegate any of their powers to commissions, or working groups, whether consisting of a member or members of their body, as they think fit. Any commission or working group so formed shall in the exercise of powers of delegation conform to any regulations that may be imposed on them by the Board of Directors.
- 27.2. The Executive Committee may, following the agreement of a Congress, appoint commissions, or working groups to deal with specific tasks and may lay down the standing, responsibility and purpose of such commissions or working groups.
- 27.3. The Chairman of each commission or working group shall be one of the Board of Directors. The Chairman shall co-ordinate the proper running of activities and write reports on those activities to the Executive Committee.

Chapter 3D
THE AUDIT COMMITTEE

28. THE AUDIT COMMITTEE

- 28.1. At the end of office of an outgoing Audit Committee, an Audit Committee consisting of three members shall be appointed by the Congress and shall serve for a period of two years. One of the three members shall be appointed by the Board of Directors as Chairman of the Audit Committee.
- 28.2. The duties of the Audit Committee are:
 - 28.2.1. to liaise with the Treasurer on all audit matters;
 - 28.2.2. to preview the annual reports and annual accounts with the Treasurer to satisfy itself that the information contained therein has been fairly and accurately stated and submit an advisory report to the Board of Directors discussing accounting policies proposed for the financial statements;
 - 28.2.3. to give the Board of Directors and Congress assurances as may reasonably be required, regarding the reliability of financial information submitted to them and of financial statements issued by the Treasurer;
 - 28.2.4. to review performance in relation to budgetary matters;
 - 28.2.5. to carry out such other financial duties as the Board of Directors and Congress shall determine.
- 28.3. The Audit Committee shall be accountable to the Board of Directors and Congress and shall meet with such frequency as they may consider appropriate, but in any event not less than twice a year.
- 28.4. The Audit Committee may invite any member of the Board of Directors or any other person to attend any of its meetings if it shall consider that their presence would assist in the performance of the Audit Committee's duties.

29. FINANCIAL YEAR END

- 29.1. The financial year end of the CEP shall be 31st December in each year, unless otherwise changed by the Congress.

Chapter 4

FINANCE

30. TREASURER

- 30.1. The Treasurer, who is elected by the Board of Directors, shall serve for a period set by the Board of Directors but not exceeding their normal term of office. They are responsible for the Treasury of the CEP and for the protection of its financial assets. The Treasurer must be consulted on all financial matters and shall assist at all financial negotiations.

The Treasurers responsibilities shall include:

- 30.2. supervise the day to day operations of the Treasury, in particular the lodgement of funds and the disbursement of monies, subject to limits laid down by the Board of Directors;
- 30.3. supervise the bookkeeping operations of the CEP, so as to ensure that proper books of account are kept;
- 30.4. ensure that an adequate system of Internal Control is in operation, to prevent fraud and to detect errors;
- 30.5. ensure that all taxes, properly due, are paid promptly to the relevant authorities;
- 30.6. present at each meeting of the Board of Directors an up-to-date report of the financial situation of the CEP;
- 30.7. supervise the production, in a timely manner, of year-end financial statements, which give a true and fair view of the state of affairs of the CEP and of its annual results;
- 30.8. liaise with the Audit Committee in the carrying out of their duties;
- 30.9. supervise the preparation of an annual Budget for presentation to the Board of Directors for its approval and to ensure that the CEP finances are maintained within budget. Any expenses not included in the budget require prior authorisation by the President and or the Board of Directors;
- 30.10. carry out such other financial duties as the Board of Directors shall determine;
- 30.11. represent the CEP before third parties on financial matters, as directed by the President or the Board of Directors;
- 30.12. make a report to the Congress each year on the CEP's financial activities;
- 30.13. pay accounts or other monies due by the CEP, by electronic means (bank transfer, credit card).

31. INCOME AND PROPERTY OF THE CEP

- 31.1. The income and property of the CEP however derived shall be applied solely towards the promotion of the objects of the CEP as set forth in these Articles of Association.
- 31.2. No portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to the members of the Board of Directors provided that nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the CEP or to any member of the CEP in return for any services actually rendered to the CEP.
- 31.3. No member of the CEP Board of Directors shall be appointed to any salaried office of the CEP or any office of the CEP paid by fees and no remuneration or other benefit in money or monies worth shall be given by the CEP to any member of such Committee except repayment of out-of- pocket expenses.

32. EXPENSES

- 32.1. The CEP will endeavour to financially support the Board of Directors whilst undertaking their duties. However, member Federations will financially support their CEP Board member when required.
- 32.2. CEP financial support will include but not be limited to:
 - 32.2.1. travel, hotel and living expenses for the Executive Committee only whilst undertaking CEP duties
 - 32.2.2. a single sum payment for members of the General Committee attending specific nominated events/competitions. The amount of the single payment will be agreed by the Executive Committee and announced by the Treasurer at the first meeting of a financial year.

33. FINANCES OF THE CEP

- 33.1. The finances of the CEP shall be derived from, among others:
 - 33.1.1. Membership subscriptions;
 - 33.1.2. subsidies from public bodies, or other organisations;
 - 33.1.3. gifts and bequests;
 - 33.1.4. proceeds from events such as a European Championship, the sale of CEP emblems approved by the Board of Directors for use on a commercial basis, publications and sale of printed material, the granting of licences to third parties for the use of the CEP emblems and mascots;
 - 33.1.5. fees for services rendered;
 - 33.1.6. any other source which the CEP or its Board of Directors shall approve and sponsorship;
- 33.2. No financial assistance from any of the various public and private bodies referred to herein may interfere with the independence of the CEP which, is to remain a completely autonomous and independent body, resisting all political, religious or commercial pressures;
- 33.3. The Congress approves each year a budget and the annual accounts (balance sheet and financial accounts) for the financial year. The financial year begins on 1st January and ends on 31st December, in each year unless otherwise changed by the Congress.

34. ACCOUNTS

- 34.1. The Board of Directors shall cause proper books of account to be kept relating to:
 - 34.1.1. all sums of money received and expended by the CEP and the matters in respect of which the receipt and expenditure takes place;
 - 34.1.2. all sales and purchases of goods by the CEP;
 - 34.1.3. the assets and liabilities of the CEP.
- 34.2. Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the CEP's affairs and to explain its transactions.
- 34.3. The books of account shall be kept at the Office or at such other place as the Board of Directors think fit, and shall at all reasonable times be open to the inspection of the Board of Directors.
- 34.4. The Board of Directors shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and

books of the CEP or any of them shall be open to the inspection of Members not being members of the Board of Directors, and no Member (not being a member of the Board of Directors) shall have any right of inspecting any account or book or document of the CEP except as conferred by statute or authorised by the Board of Directors or by the Congress.

34.5. The Board of Directors shall from time to time, cause to be prepared and to be laid before the annual Congress of the CEP such income and expenditure accounts, balance sheets, group accounts (if any) and reports as are required to be prepared and laid before the annual Congress of the CEP.

34.6. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the annual Congress of the CEP, together with a copy of the Board of Directors' report shall, not less than thirty days before the date of the annual Congress, be sent to the Auditors and to every person entitled under the provisions of these Articles to receive them.

35. BORROWING POWERS

35.1. The Board of Directors may exercise all the powers of the CEP to borrow money and to mortgage and charge its undertaking and property or any part thereof, whether outright or as security for any debt, liability or obligation of the CEP.

Chapter 5
DISSOLUTION

36. DISSOLUTION

- 36.1.** The dissolution of the CEP may only be effected by a Congress comprising three quarters of the valid member Federations and requires a secret ballot with a majority of three-quarters (75%) of the votes cast.
- 36.2.** If upon the winding up or dissolution of the CEP there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the CEP but shall be given or transferred to some other institution or institutions having objects similar to the objects of the CEP, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the CEP under or by virtue of Article 31.
- 36.3.** Such institution or institutions is to be determined by the members of the CEP at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some charitable object.

* * * * *

Chapter 6
MISCELLANEOUS

37. BYE-LAWS

37.1. Subject to these Articles, the Board of Directors shall have power to make regulations or bye-laws on all matters not provided for in these Articles and to do all such things, which it may deem necessary for attaining the objects of the CEP; provided that all actions taken or regulations or bye-laws made under this Article shall be reported to the next succeeding annual Congress of the CEP and provided further that no regulations or bye-laws shall be made under this power which would amount to such an addition to or alteration of these Articles as could only legally be made by a Special Resolution passed in accordance with these Articles.

38. NOTICES

38.1. A notice may be given by the CEP to any Member either personally or by sending it by post or e-mail or any other equivalent means to their registered address.

38.2. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting at the expiration of twenty-four hours after the letter containing the same is posted and in any other case at the time at which the letter would be delivered in the ordinary course of post.

38.3. Notice of every Congress shall be given in any manner herein before authorised to:

38.3.1. every Member;

38.3.2. the Audit Committee for the time being of the CEP;

38.3.3. every Honorary Member.

No other person shall be entitled to receive notices of general meetings.

39. CONFIDENTIALITY

39.1. Without prejudice to its rights or duties at law, each Member shall treat all information relating to any other Member, the CEP or the Board of Directors as strictly confidential and shall not communicate such information or any part thereof to any other person, authority or organisation whatsoever.

40. INDEMNITY

40.1. No Board of Directors member or other officer of the CEP shall be liable for the acts, receipts, neglects or defaults of any other Board of Directors member or officer, or for joining in any receipt or other act for conformity, or for any loss or expense happening to the CEP through the insufficiency or deficiency of title to any property acquired by order of the Board of Directors for or on behalf of the CEP or for the insufficiency or deficiency of any security in or upon which any of the monies of the CEP shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person with whom any monies, securities or effects shall be deposited, or for any loss occasioned by any error of judgment or oversight on their part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of their office or in relation thereto, unless the same happens through their own dishonesty.

Chapter 7
INTERPRETATION

41. INTERPRETATION

In these Articles, unless the context requires another interpretation:

- 41.1. words importing the singular number only shall include the plural number and vice versa;
- 41.2. words importing the masculine gender only or neuter shall include the feminine gender;
- 41.3. words importing persons shall include corporations.

Chapter 8

ARTICLES – AMENDMENTS, ADDITIONS AND INTERPRETATION

42. ARTICLES

- 42.1. If there is any doubt as to the implication or interpretation of these Articles or if there is a contradiction between these Articles and the rules and regulations the latter shall take precedence.
- 42.2. Subject to compliance with these Articles, any amendment of or addition to these Articles may be proposed by The Board of Directors or by any National Federation, which is a Voting Member through its Secretary General. Such proposed amendment or addition must be notified, in writing, to the Secretary General at least sixty days before a Congress of the CEP, which will consider it.
- 42.3. The Secretary General shall give notice of such proposed amendment or addition to each Officer of the CEP, each member of the Board of Directors and to the Secretary General or equivalent officer of each National Federation which is a Member not later than thirty days prior to the meeting of the CEP which will consider same.
- 42.4. A two-thirds majority of those present and voting at the meeting of the CEP considering any amendment or addition shall be necessary to carry the same.
- 42.5. Any amendment of or addition to these Articles, proposed to be made shall be notified by the Secretary General to the FIPJP and member Federations.
- 42.6. Subject to the provisions of Article 35, the sole authority for the interpretation of these Articles and any regulations or bye-laws made thereunder from time to time shall be vested in the Board of Directors.
- 42.7. They replace the foregoing Statutes and all modifications before the above date.

Chapter 9

DISCIPLINE

43. DISCIPLINE

- 43.1. The Board of Directors shall appoint not less than two of its members to sit on the Board of Directors Disciplinary Sub-committee.
- 43.2. The Disciplinary Sub-committee shall be empowered to hear any complaint against any officer or Member whether made by another officer, Member, or a member of the public.
- 43.3. Upon receiving a written request from the Disciplinary Sub-committee, the officer or Member concerned against whom a complaint has been made shall provide such further information or documentation within such a period as may be reasonably required.
- 43.4. The Disciplinary Sub- committee will give the said officer or Member a reasonable opportunity to make representations (in writing, in person or through the use of any duly appointed counsel or representative) in connection with the said complaint before making any final decision thereon.
- 43.5. The Disciplinary Sub-committee shall, in relation to an officer or Member against whom a complaint as aforesaid shall have been made, have the following disciplinary powers:
 - 43.5.1. warning;
 - 43.5.2. fine;
 - 43.5.3. suspension or exclusion from European Championships;
 - 43.5.4. suspension for whatever period of time the Disciplinary Sub-committee shall decide;
 - 43.5.5. termination of Membership.
- 43.6. Any officer or Member against whom the disciplinary action referred to in this Article shall have been taken shall have a right of appeal to an Extraordinary Congress of the CEP called for that purpose.
- 43.7. Notice of such appeal must be served in writing to the Secretary General not more than 14 days after the date upon which any decision of a disciplinary Sub-committee shall have been communicated to the said officer or Member concerned.
- 43.8. Any decision of the disciplinary Sub-committee or (on appeal) of the CEP taken at the aforesaid Extraordinary Congress shall be by not less than a two thirds majority.
- 43.9. Any decision made by the Extraordinary Congress may be submitted exclusively by way of appeal to the Court of Arbitration for Sport (CAS), which will resolve the dispute definitively in accordance with the Code of Sports - Related Arbitration.
- 43.10. The decision of the CAS shall be final and binding on the parties. The time limit for appeal is twenty-one days after the receipt by the appellant of the decision to be appealed.

Chapter 10

THE EUROPEAN CHAMPIONSHIPS

44. THE EUROPEAN CHAMPIONSHIPS

- 44.1. European Championships shall be organised and celebrated as detailed in the following paragraphs, unless otherwise determined by the Congress. They shall be organised in compliance with the Articles of Association and Championship Rules.
- 44.2. The European Championships are the exclusive property of the CEP, which owns all rights and data relating thereto. The Board of Directors shall have the exclusive right to transfer, sell and/or cede totally or partially any of the CEP's Marketing and TV rights regarding for the European Championships.
- 44.3. The European Championships are regulated by the Articles of Association as well as the regulations of the Championship. These govern, among other aspects, all that which concerns the duration, the candidature procedure, the program, the ceremonies and the election of the Host Federation and venue together with the General Organisation of the Championship. The Federation member that has been granted the right to organise the Championship must ensure that the venue complies with the obligations laid down by the Articles of Association and regulations.
- 44.4. The Hosting Federation shall appoint in consultation with the Executive Committee or Technical Commission an Organising Committee which will take the responsibility for the general organisation of the Championship.
- 44.5. The authority of last resort concerning the European Championships rests with the Board of Directors.

45. OWNERSHIP RIGHTS

- 45.1. The European Championship belongs to, and is organised on behalf of the CEP, which has the exclusive rights to the event.
- 45.2. Frequency of the European Championships shall be:
 - 45.2.1. in the even numbered years:
 - the European Championship Triples: Juniors
 - the European Championship Triples: Women
 - the European Championship Singles: Men
 - the European Championship Singles: Women
 - 45.2.2. in the odd numbered years:
 - the European Championship Triples: Veterans
 - the European Championship Triples: Men
 - 45.2.3. every year:
 - the European Cup for Clubs (EuroCup) Championship
 - the European Championship Triples: Espoirs (Men and Women)
- 45.3. The Board of Directors may organise a "Precision-Shooting" Championship at each or any of these Championships.
- 45.4. The host federation may choose the dates for these Championships subject to the approval of the Board of Directors.

CHAPTER 11
DISPUTE RESOLUTION

46. DISPUTE RESOLUTION

- 46.1.** Any dispute relating to the CEP Articles of Association, to resolutions of the Congress, the Board of Directors or relating to the European Championships shall in the first instance be submitted to the Board of Directors for an amicable resolution in good faith.
- 46.2.** If, within a period of 4 months after the receipt of a claim, the Board of Directors is unable to agree on a solution that satisfies the parties, the parties may submit the dispute to the Court of Arbitration for Sport (CAS). The decision of the CAS shall be final and binding on the parties.



ARTICLES OF ASSOCIATION

CERTIFICATION

Certified as a true copy of the Articles of The Confédération Européenne de Pétanque as adopted by Special Resolution at the Congress held on the 21st September 2017 at Saint-Pierre-lès-Elbeuf, France

Signed: Mike Pegg, President
21st September 2017

Signed: Bruno Fernandez, Secretary General
21st September 2017

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