

# Constitution of the Surf School Alliance

## §1 Name, registered office, scope of functions

Name of the association: Surf School Alliance (abbreviated: SSA).

1. The registered office as well as the place of jurisdiction of the SSA is in Innsbruck, Austria. The SSA is focused on but not limited to Europe. The SSA is a union of surf schools and organizations involved in teaching and training surfing that are interested in the practice, development and promotion of surfing in terms of the definition of the I.S.A. (International Surfing Association).
2. The SSA has no political party affiliations. It holds the view of religious, ideological and ethnic tolerance.

## §2 Mission of the SSA

1. The SSA is a non-profit organization whose purpose is the representation of its affiliated members, their coordination and the protection of their interests.
2. Another purpose of the SSA is to practice, develop and promote surfing as an activity shaped through the immediate contact to nature and the dependency on ecological conditions in a way that places emphasis on social, political and environmental awareness.

## §3 Means to achieve the mission of the SSA

1. The purpose of the alliance shall be achieved via the conceptual and material means that can be seen in 2 and 3.
2. Conceptual means:
  1. The scope of the SSA involves counsel and decision-making for the affairs of its members in connection with the practice, development, promotion and coordination of the sport. This refers especially to the coordination of dates, fund raising for joint purposes of the members, the assignment of private and government funds, moreover the representation of interests vis-à-vis agencies, public authorities and other institutions as well as in the area of international surfing related organizations.
  2. The SSA further sees its scope of duties in the following areas:
    - a) Research in legislation and lobbying towards the interests of professional surf instruction and coaching, surf schools, surf instructors and the respectively necessary accreditations, licenses and other requirements
    - b) Commitment to the establishment of the ISA Coaching accreditations as the accepted standard qualifications in surf coaching in Europe and worldwide
    - c) Circulation of surfing and all its related field events
    - d) Operation of a website
    - e) Promotion of beginner training and surfing as recreational sport
    - f) Cultural exchange
    - g) Protection and improvement of the environment and surfing resources, sustainability in all areas, Corporate Social Responsibility

- h) Establishment of social standards and programs to assist the local communities
- i) Contribution to the creation and editing of rules and standards
- j) Publications serving the purpose of the association
- k) Promotion of the values of good sportsmanship, particularly amongst the younger generation of surfers
- l) Monitoring the teaching and training standards of the members in order to maintain high standards and prevent injuries

3. The necessary funds shall be raised through:

- 3.1 Fees paid by the members
- 3.2 Possible earnings from sports events or other events
- 3.3 Subsidies from public funds
- 3.4 Donations, legacies or other benefits
- 3.5 Sponsorship and advertising revenues
- 3.6 Fund management

## §4 Acquisition of membership

1. Surf schools and organizations that pursue the same or similar purposes as the organizations described in §1, 1 can become **ordinary members** of the SSA. Physical persons can become **extraordinary members** of the SSA. [The Green Room Surf Alliance \(GRSA\) membership is a premium membership available for organizations meeting the GRSA sustainability standards.](#)
2. The board decides upon the admission of new members. The admission can be declined without giving any reasons.
3. Prior to the foundation of the SSA the (provisional) admission of members is carried out by the proponent/s. Only after the foundation of the association this membership will be effective.

## §5 Termination of membership

1. Membership expires upon the loss of legal entity, unsolicited withdrawal of membership, cancellation or expulsion.
2. Membership can only be withdrawn as of December 31 of each year. The board has to be informed about the withdrawal at least three months prior to this date. If the withdrawal is not announced in time, it will only come into effect at the next possible termination date.
3. The board may cancel a membership if the member has not paid the membership fee until January 31 of the respective year. The obligation to pay the fee, however, remains unaffected.
4. The board may suspend or expel a member for actions that include violation of the constitution or the duties as a member or dishonorable behavior.

## §6 Rights and duties of members

1. Members are entitled to attend the general assembly. Ordinary members have the right to vote and be voted in the general assembly. Extraordinary members and [GRSA members have no vote, but can be voted. GRSA matters are decided among the GRSA members.](#)
2. Members are obliged to bring forward the interests of the SSA and should refrain from any acts that could harm the reputation and the mission of the SSA. They have to respect the constitution and the resolutions of the officials and are obliged to pay the membership fee by January 31 of the respective year. The board agrees on the amount of fees.
3. All ordinary members have to sign the "Obligations of a SSA member" form. [GRSA members have to fulfill the sustainability standards.](#)

## §7 Officials

Officials of the association are the general assembly, the board, the auditors and the arbitration court.

## §8 General assembly

1. The regular general meeting takes place at the least every 5 years, the date always referring to the date of the last meeting.
2. A special general meeting may be called up upon board decision, a ruling of the general assembly, upon request in writing of at least a tenth of the ordinary members, or upon request of the auditors and has to take place within 4 weeks.
3. The regular and special general assembly consist of:
  - a) the board members
  - b) one representative of each [ordinary member](#)
  - c) the extraordinary members [and GRSA members](#)
4. For all general meetings the members must be invited per email by two weeks prior to the scheduled date. The agenda must be included in the announcement of the general meeting. The meeting is convened by the president.
5. Proposals must be submitted to the president per email by one week prior to the meeting.
6. Valid resolutions - except for the proposal to call in a special general assembly - can only be made about subjects on the agenda.
7. Ordinary members are entitled to participate and vote in the general meeting. Each ordinary member will thereby be represented by one physical person (in addition to possible board members). If this person is not the owner / principal legally responsible person of the surf school or organization, the person has to present a written proxy by 24 hours prior to the meeting to the board to be included.
8. The general assembly constitutes a quorum regardless of the number of participating members.
9. Elections and passing resolutions in the general meeting are normally carried out upon the simple majority of the votes. Resolutions that change the constitution of the association or

cause the dissolving of the association have to be carried out on a majority of two thirds of the votes. In the event of a tied vote on any issue, the president shall have a casting vote.

10. The president chairs the general meeting, if the president is not present the vice president.

## **§9 Functions of the general assembly**

The following duties are reserved for the general assembly:

1. Acceptance as well as authorization of the statement of accounts and the balance of accounts
2. Acceptance of the board's report
3. Appointment of the auditors
4. Election and supersession of the board
5. Ruling upon changing the constitution and the voluntary closure of the association
6. Counsel and decision making upon other requests on the agenda

## **§10 Board**

1. The board consists of 2 physical persons: the president and the vice president.
2. When an elected member drops out of his place in the board, the board, which is elected by the general assembly out of the circle of the ordinary and extraordinary members, may coopt another eligible member in his stead. The belated approval has to be requested in the next general assembly.
3. The term of office of the board is 5 years. It lasts in any case until a new board is elected. Board members are again eligible for election.
4. The board is called in by the president per email or by verbal notice.
5. The board has a quorum when all members are present.
6. The board makes decisions upon the majority of the votes.
7. The board is chaired by the president, in case the president is absent it is chaired by the vice president.
8. Apart from death or the expiry of the term of office, the function of a board member expires upon the person's resignation.
9. Members of the board can announce their resignation at any time per email to the other board members. The resignation will only be effective after a successor has been elected or coopted (see 2.).

## **§11 Scope of the board**

The board is incumbent on the administration of the association. Any duties, rights and decisions that are not designated to other organizational structures have to be fulfilled by the board, in particular:

1. Board's report: information of the general assembly about the activities of the association and the balance of accounts
2. Formulation of the statement of accounts
3. Preparation of the general meetings
4. Determination of the membership fees and the admission charges
5. Administration of funds
6. Admission, expulsion and cancellation of members
7. Admission and dismissal of personnel

## **§12 Special obligations of individual board members**

1. The president is the highest official of the SSA. He has to represent the SSA vis-à-vis agencies, public authorities, other institutions and the public. He chairs the general meeting and the meeting of the board and is responsible for the correct financial conduct. The president has to sign writs and announcements, especially certificates. The conduct of the affairs of the board shall be the responsibility of the president, who, in consultation with the board members, shall define the responsibilities of each member, and shall in addition take such action as is necessary to ensure the efficient functioning of the board.
2. The vice president has to support the president in the administration of the SSA. During the meeting of the general assembly and the board he takes the minutes.

## **§13 The auditors**

1. The two auditors are elected by the general assembly for the period of 5 years. Reelection is possible. The auditors cannot belong to any institution, except for the general assembly, that is subject to audit.
2. The auditors are incumbent on the ongoing examination and the review of the balance of accounts. They have to report their findings to the board.
3. For the rest the regulations of §10, numbers 3, 8, and 9, apply for the auditors.

## **§14 Resolution of disputes**

1. In any dispute that may emerge from the relations inside of the SSA the arbitration court rules on the matter. It is an institution in terms of the Law of Associations 2002 and not an arbitration in terms of § 577 ff. ZPO.
2. The arbitral court consists of five physical persons out of the circle of the ordinary members. Each opponent tells the board the names of two persons eligible for vote within 14 days. These elect on the majority of votes one more person eligible for vote as chairman of the arbitral court. In case of a tie the lot decides between the proposed persons.
3. The arbitral court comes to a decision when all of its members are present and on a majority of the votes. It decides in all conscience. The decisions are internally binding.

## **§15 Cancellation of the SSA**

### 1. Voluntary cancellation of the SSA:

1.1. On a voluntary cancellation of the SSA can only be decided during a general meeting and only upon a two-thirds majority of the votes.

1.2. The general assembly also has to decide on liquidation if there are any existing funds. In particular it has to appoint the liquidator and to decide who, after the coverage of liabilities, is to receive the remaining funds.

1.3. The board has to announce the voluntary cancellation within four weeks after the resolution in writing to the authorities.

### 2. Deployment of funds upon resignation of members, cancellation of the association or discontinuation of the benefited purpose:

2.1. Members in case of their resignation or the cancellation of the SSA do only retrieve their paid capital share and the fair market value of their assets in kind. Membership fees are not reimbursed.

2.2. Upon cancellation of the SSA or discontinuation of the benefited purpose, after the coverage of liabilities, all existing funds are to be used for charitable purposes in terms of §§ 34 ff. BAO. As far as possible and permitted, the funds should be devolved to institutions that pursue the same or similar purposes / missions as the SSA.