

COMEBA

Confederation of Mediterranean Badminton

STATUTE

SECTION I – SCOPE AND COMPOSITION.

Article 1 : Scope and aims.

The organisation designated as the Confederation of Mediterranean Badminton, hereinafter called COMEBA, is a non-profit entity, which comprises the National Badminton Federations and/or Associations of the countries in the Mediterranean basin.

The scope of COMEBA is the undertaking of all initiatives in favour of Badminton promotion and development in the countries of the Mediterranean basin.

The objectives of COMEBA, for which it implements such measures, as it deems necessary, are:

- a. Striving for the retention of Badminton in the programme of the Mediterranean Games;
- b. Developing the spirit of friendship and mutual support among its members;
- c. Promoting Badminton as a “Sport for All”; that is, a recreational and competitive sport for persons of all ages and abilities which is undertaken in a spirit of Fair Play and entirely free of performance-enhancing drugs and discrimination of any sort;
- d. Supporting and supervising the organisation of competitions and/or other events organised by its Members whilst ensuring that they meet the appropriate international standard;
- e. Spending the funds at its disposal in the most beneficial way for the development of Badminton in the Mediterranean countries.
- f. Develop and maintain a positive synergy with the Badminton World Federation (BWF) as well as with all the Continental Confederations;
- g. Follow the requirements of the World Anti-Doping Agency (WADA) while making its Members aware of such requirements;
- h. Promote the active and equal participation of both males and females in the activities of COMEBA as well as in its administration;
- i. Enhancing the bonds between the existing Members whilst promoting the adherence of new Members.

COMEBA shall not participate in political and/or religious events, as well as in any related discussions and/or activities.

COMEBA shall allow its Members complete autonomy in their respective country and it shall have no part in purely national issues, provided these shall not contrast with its objectives.

The official language of COMEBA is English. Nevertheless, delegates at a COMEBA meeting may speak in their own mother tongue provided they supply the translation of their speech in English.

All COMEBA documents are drawn up in English.

Article 2: Membership.

COMEBA is composed of the National Badminton Federations or Associations of the countries of the Mediterranean basin, which are members of the BWF as well as of the Mediterranean Games.

Countries of the Mediterranean basin are those who have at least a part of the respective coastline touching the Mediterranean Sea.

Members and all applicants for membership of COMEBA shall fulfil the following criteria:

- a) Be formally recognised by the COMEBA Board of Directors as the overall governing body for Badminton in the respective country;
- b) Cover the territory of a country that is recognised as an independent and sovereign state by the United Nations;
- c) Have a Constitution that is consistent with this Statute and, on request, provide a copy of it to COMEBA;
- d) Provide updates of any subsequent amendments to the Constitution by not later than one month after the General Meeting at which such amendments are approved;
- e) Recognise and accept this Statute of COMEBA as well as its mandatory nature;
- f) Recognise and accept the jurisdiction and the right of COMEBA to take any decision and/or implement any sanction based on this Statute;
- g) Recognise and accept the Court of Arbitration for Sport (CAS) as the only competent judicial authority external to COMEBA – to the exclusion of any ordinary court of law – as well as the final (that is, without appeal) status of the decisions made by the CAS;
- h) Recognise and accept the WADA requirements in their entirety whilst cooperating with COMEBA fully in the implementation of measures to detect and penalise any infringements of WADA requirements;
- i) Commit themselves to pay the Annual Membership Fee as proposed by the Board of Directors and approved by the General Assembly; such payment must be made in full within ninety days of the date of the relative invoice.

A Member shall be responsible for the implementation of any penalty implemented by COMEBA against a person dealing with it and/or sharing and/or participating in its activities; the term “person” shall include (but not be limited to) staff, volunteers, players, trainers, coaches, team managers, umpires, doctors, delegates and representatives.

Associate Membership of COMEBA is available to organisations which are trying to form a National Badminton Federation or Association in a territory where there is no such entity; an Associate Member must agree in writing to adhere to this COMEBA Statute.

The term of an Associate Membership shall not extend beyond three years from the date of affiliation and shall lapse automatically when a properly constituted National Federation or Association is admitted to COMEBA membership.

Article 3: Headquarters.

The COMEBA headquarters are at the offices of the National Badminton Federation or Association of the President of COMEBA on duty.

The Headquarters and the respective administrative management costs will be covered by the National Federation or Association hosting the COMEBA headquarters.

All official communication between COMEBA and its Members shall be through electronic mail (e-mail), unless specifically agreed in writing by the Secretary General of COMEBA and the Member(s) concerned.

Members are required to maintain a valid and operational e-mail address. They are to report immediately to the Secretary General any technical problem(s) and/or any change(s) to it.

COMEBA shall inform its Members of any change(s) to an official e-mail address. It shall keep a regularly updated list of its Members' official e-mail addresses published on its website.

SECTION II – ADMISSION, RESIGNATIONS, SUSPENSION AND EXCLUSION TERMS.

Article 4: Admission.

The admission application shall be initially submitted in writing, together with any supporting documentation, to the Secretary General who shall subsequently submit it for assessment by the COMEBA Board of Directors.

After verification by the Board of Directors, the application shall be notified in writing by the Secretary General to all the COMEBA Members.

Any notification of dissent to such membership must be submitted within one month of the Secretary General's notification.

The admission of Members falls within the competence of the General Assembly, on the recommendation of the Board of Directors.

Members that do not pay the annual fee shall not be allowed to take part in COMEBA activities.

Associate Members shall be required to pay 50% of the Full Annual Membership fee.

Article 5: Resignations.

A full member wishing to withdraw from COMEBA shall give three months' notice of such intention and shall submit its resignation in writing to the Secretary General who shall immediately inform the Board of Directors.

Such withdrawing Member must still honour completely its commitments to COMEBA and will forfeit the annual fee.

Article 6: Suspension.

The Board of Directors may propose to the General Assembly the temporary suspension of any full member that, after a warning, does not comply with the provisions of this Statute.

A two-thirds majority is required for the adoption of such proposal by the General Assembly.

In the period between General Meetings, the COMEBA Board of Directors has the power to suspend a Member that, in its collective view, is in breach of this Statute. The subsequent General Assembly shall then vote to confirm or reverse such suspension.

The said Suspended Member shall have the right to speak but not to vote on its case during the General Meeting that debates it.

A suspended Member shall be deprived of all rights of membership and shall not be allowed to participate in any competitive event organised or sanctioned by COMEBA as well as attend any General Meetings (except as provided in the preceding paragraph).

The Secretary General shall inform all the COMEBA Members in writing of such suspension.

Article 7: Exclusion.

The Board of Directors may propose to the General Assembly the definite exclusion of any member whose continued behaviour, after a warning, may be prejudicial to or detrimental for COMEBA

A two-thirds majority is required for the adoption of such proposal by the General Assembly. The decision of the General Assembly shall be final; it shall be effective immediately.

The Secretary General shall inform all the COMEBA members in writing of such exclusion.

Excluded members can request to be readmitted after a period of three years effective from the date of suspension.

SECTION III – GENERAL ASSEMBLY.

Article 8: General Assembly.

COMEBA shall be governed by the:

- a) Annual General Assembly (AGA) or the Extraordinary General Assembly (EGA);
- b) Board of Directors.

The AGA or the EGA shall be held on a date and at a location determined by the Board of Directors.

The General Assembly is composed of all full members having complied with all administrative formalities provided for in the Statute and having paid their fee, represented by a delegate holding written authorisation from the respective National Federation or Association, with full authority to decide and vote on behalf of the respective National Federation or Association.

The General Assembly shall be held on an annual basis, concurrently with the Annual General Meeting of the BWF and at the same location.

For the AGA, the Board of Directors may invite the presidents or representatives of the BWF, the Badminton Confederation of Africa, Badminton Asia and Badminton Europe.

These presidents, or their representatives, will attend the AGA solely as observers and will not have any voting rights.

The business of the AGA shall be to receive and, if deemed fit, to approve:

- a) The Minutes of the preceding AGA or EGA;
- b) The Administrative Report of the Secretary General;
- c) The Financial Report of the Treasurer;
- d) Applications for membership, including suspensions and exclusions from such membership;
- e) Elect members of the Board of Directors;
- f) Proposals for amendments of this Statute;
- g) Approve any other proposals for which due notice has been given;
- h) Discuss and decide on any other competent business.

The deadline for the submission of proposals and nominations (for election) to the AGA shall not be less than thirty (30) days from the date of the AGA.

On a decision of the Board of Directors or upon a request made to the Board of Directors by one third of the COMEBA members, an EGA will be summoned whenever required by the general interest of COMEBA. In this case, the notification shall reach all COMEBA

members at least thirty days before its fixed date. It shall be signed by the Secretary General and will include the date, venue, time and agenda of the meeting.

The notification shall specify the business for which the meeting is to be called; no other business shall be transacted at this meeting.

At General Meetings (AGA and EGA), the representation at the meeting of at least one third of the existing COMEBA Members on the day of the General Meeting shall form a quorum.

The President shall act as Chair at all General Meetings. In the President's absence, one of the Deputy Presidents shall act as Chair. In the simultaneous absence of the President and the two Deputy Presidents, the meeting shall not be held.

Before a Proposal recorded on the Agenda is discussed, the Chair will invite the delegate of the proposing Member to explain and illustrate its purpose.

Voting may take place by a show of hands. If specifically requested by an attending Member or by the Chair, a secret ballot may take place.

Proposals to General Meetings are decided by "votes cast"; that is, votes by a show of hands or valid votes that are submitted in a secret ballot. Blank voting slips or blank pieces of paper or void voting papers are not "votes cast". An abstention does not count as a "vote cast". Voting majorities will be calculated only on the basis of "votes cast".

The Chair shall have the final decision upon all matters of procedure.

Except as otherwise specifically provided in this Statute, all issues at General Meetings shall be decided by a simple majority of the votes cast.

Notice in writing of any proposal falling under the competent business of a General Meeting shall be submitted in writing by any Member not less than thirty days preceding the date of the Meeting. It shall be sent to the Secretary General, who shall inform all the Members accordingly as soon as reasonably possible.

The Chair at a General Meeting shall not accept any amendment, other than one of wording that does not alter or modify the meaning or the intent of the original proposal.

Each Member shall be entitled to appoint not more than two (2) delegates to a General Meeting. Delegates must belong to the Member they represent and be appointed by the appropriate body of the Member concerned. Delegates must have the citizenship (passport) of the Member they represent, or be a member of the governing committee or be an employee of the Member.

In case of any dispute, the onus is on the delegate to prove the respective position within the Member concerned to the satisfaction of the Chair.

Both delegates shall have the right to speak but neither shall be allowed to second a proposal made by the other. Only one (1) delegate from each Member shall be entitled to cast a vote.

The deliberations of the General Assembly and of the Extraordinary General Assembly are valid only when the simple majority of its members are present.

An AGM shall have the power to elect Honorary Life Presidents or Honorary Life Deputy Presidents; and this for services rendered to COMEBA in the past. Such nominations may be made by the Board of Directors or by any Member, subject to the approval of the Board of Directors.

Honorary Life Presidents and Honorary Life Deputy Presidents shall have the right to attend and to speak at General Meetings but, unless they represent a Member, shall not have a right to vote.

Article 9: Convening.

The notification of a General Assembly shall reach all COMEBA members by electronic means at least sixty days before its fixed date. Such notification must show the Assembly date, venue, time and agenda.

It shall be signed by the Secretary General.

Where possible, the General Assembly organisational costs shall be covered by the National Association hosting the General Assembly.

Article 10: Decisions.

All decisions taken at General Meetings are final.

Decisions are taken by a simple majority of votes, with the exception of the amendments to the Statute, suspensions and exclusions, which require a two-thirds majority of the votes cast.

Article 11: Representation.

Each full member may delegate a representative having the right to vote at a General Meeting. Such representative may only own one proxy.

Only delegates entitled to vote can receive a proxy.

Associate Members shall have the right to the same representation at General Meetings as is enjoyed by Members but they will not have any voting rights.

Members of the Board of Directors shall have the right to attend and to speak at General Meetings but, unless they represent a Member, shall not have a right to vote.

The Chair has the authority to admit Observers at a General Meeting. Such Observers will not speak at the Meeting unless they are authorised by the Chair. Observers at General Meetings do not have any voting rights.

SECTION IV – BOARD OF DIRECTORS.

Article 12: Operation / Management and Elections.

The permanent operation of COMEBA and the implementation of its objectives are assured by the Board of Directors composed of seven members (one President, two Deputy Presidents, one Secretary General, one Treasurer and two Councillors) elected in the General Assembly every four years.

The Board of Directors may be extended to include a third Deputy President coming from a COMEBA member's national Federation or Association hosting the next edition of the Mediterranean Games, provided Badminton is included in such edition.

The President represents COMEBA in all activities and at all official and international instances.

The Secretary General shall draw up the reports and the minutes of all the meetings, which will be submitted to the Board of Directors for approval before circulation to the members.

The Minutes shall be prepared by the Secretary General, with (if necessary) assistance from the staff of the Confederation, and sent out to all the Members within sixty days of the meeting concerned.

The Minutes shall be regarded as approved if, within thirty days of circulation, no written objections are received by the Secretary General.

If an objection is received, the Secretary General will seek to resolve any objection with the objecting Member(s) concerned for a maximum of thirty days. If the objection is resolved, the Secretary General shall re-circulate the amended Minutes within fourteen days from the date of resolution making clear what amendment(s) have been made through track changes in the text. The amended Minutes shall be regarded as approved if, within fourteen days of circulation, no written objections are received by the Secretary General.

If any such further objection is received, or if the initial objection was not resolved, the Minutes shall be placed on the Agenda of the next Meeting for discussion and decision.

In case of the resignation, suspension, exclusion or death of one of its members, the Board of Directors must replace such member. This replacement shall be approved by the next General Assembly. The replacing Director shall complete the term of the person replaced.

The different tasks, required to ensure the permanent operation of COMEBA and the implementation of its objectives, will be distributed among the Directors. To carry out these tasks, the Board of Directors may set up *ad hoc* commissions and summon experts.

The Board of Directors shall convene at least twice a year and at any other time considered necessary. Nevertheless the Board may validly deliberate only when half of the Directors are present (a quorum exists only when four out of seven Directors are present).

Where necessary, the Board of Directors may also validly deliberate through correspondence by e-mail.

Each meeting of the Board of Directors shall be recorded in Minutes drawn up by the Secretary General and signed by the session Chair and the Secretary General. These Minutes will be filed and kept in a special register; they will be circulated to the members.

All decisions of the Board of Directors are taken by a simple majority of the present Directors. In the event of a tie, the Chair's vote will prevail.

Members of the Board of Directors are appointed by the General Assembly for a 4-year term (the Mediterranean Games cycle). To be elected, they must obtain the simple majority of the votes cast.

Any Director, having lost the requirement for which he / she has been elected, can be confirmed by the Council of his / her National Association until the natural deadline of his / her appointment.

Nominations for election to the Board of Directors shall be made in writing and sent directly to the Secretary General to reach COMEBA by not later than thirty (30) days before the election date. Each nomination shall be accompanied by a *curriculum vitae*. The Secretary General shall circulate such nomination to all COMEBA members.

When the results of any election are announced, the number of votes polled by each candidate shall be published.

Article 13: Financial Year.

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

The annual Financial Report shall be prepared by not later than three (3) months from the end of the Financial Year.

The official currency of COMEBA is the Euro.

All payments to COMEBA must be made in Euro, without any deductions.

SECTION V – STATUTE'S AMENDMENTS AND DISSOLUTION.

Article 14: Statute's Amendments.

Amendments to the COMEBA statute may be decided only by the General Assembly by a two-thirds majority of the votes cast by the members present.

Proposed amendments to the Statute must be notified in writing to the Secretary General by not later than thirty days from the date when the General Assembly is being held; the Secretary General will circulate the proposed amendments to all COMEBA members.

Article 15: Dissolution.

The dissolution of COMEBA may be decided only at a specially convened General Meeting by a two-thirds majority of the votes cast by the members present.

Article 16: Devolution.

In case of dissolution, the General Meeting chooses the institution or institutions suitable to continue the work undertaken by COMEBA, with special reference to its spirit, for the transfer of its assets. Alternatively, the Meeting can decide to distribute and divide such assets equally among the Members.

Article 17: Cases not provided for.

Matters not explicitly provided for in this Statute will be decided by the Board of Directors.

Article 18: Indemnification.

COMEBA shall fully indemnify and hold harmless all the members of its Board of Directors from and against any costs, expenses, liabilities and awards arising out of any action instituted in any jurisdiction at any time against any of the aforementioned persons as a direct result of the activities of such persons where they are or were acting within their scope on behalf of COMEBA.

Article 19 Gender.

Where the context so requires, the use of the masculine gender shall include the feminine and/or neuter genders and the singular shall include the plural, and vice versa.