

## CHAPTER 1 - IPC CONSTITUTION

### 1. NAME, SEAT AND YEAR OF BUSINESS

- 1.1 The name of the Organization is: **International Paralympic Committee (IPC)**
- 1.2 The seat of the IPC is in Bonn.
- 1.3 The IPC is registered with the “register of associations” at the county court Bonn under the number VR 7414.
- 1.4 The business year shall be the calendar year.

### 2. VISION, MISSION AND OBJECTS OF THE IPC

- 2.1 The Vision of the IPC is to enable Paralympic Athletes to achieve Sporting Excellence and Inspire and Excite the World.
- 2.2 To fulfil its Vision, the IPC shall create a Mission Statement and adhere to its core values. Without limiting the generality of its Mission Statement, the IPC shall:
  - 2.2.1 Ensure the growth and strength of the Paralympic Movement through the development of National Paralympic Committees in all nations, and support the activities of all Members;
  - 2.2.2 With respect to the Paralympic Games, supervise and ensure the organization of successful Paralympic Games;
  - 2.2.3 With respect to the IPC Sports, act as governing body of these sports, including the awarding and sanctioning of World and Regional multi-disability Games and Championships;
  - 2.2.4 Promote sports for athletes with disabilities without discrimination for political, religious, economic, disability, racial, gender or sexual orientation reasons;
  - 2.2.5 Support and encourage educational, cultural, research and scientific activities that contribute to the development and promotion of the Paralympic Movement;
  - 2.2.6 Ensure that, in sport practiced within the Paralympic Movement, the spirit of fair play prevails, violence is banned, the health risk of the athletes is managed and fundamental ethical principles are upheld;



- 2.2.7 Contribute to the creation of a drug-free sport environment for all Paralympic athletes in conjunction with the World Anti-Doping Agency (WADA);
- 2.3 The IPC shall pursue its objectives directly and exclusively as a non-profit-making association as defined in the relevant section entitled "Tax-Privileged Objects", German Fiscal Code. The IPC's activities shall be altruistic; they shall not be aimed primarily at commercial purposes.
- 2.4 The IPC shall not work with a view to profit. The members shall not have a share in the IPC's assets or in the surpluses attained. They shall not receive any payments out of the Association's financial resources. The IPC's funds must only be used for purposes in accordance with the Constitution. Nobody may be benefited by payments that are foreign to the IPC's Vision & Mission and objects or by disproportionate remuneration.
- 2.5 All members of the Board work voluntarily, as long as this constitution does not state differently.

### **3. STRUCTURE OF THE IPC**

- 3.1 The structure of the IPC shall include:
- 3.1.1 The General Assembly and other meetings of the Membership;
- 3.1.2 The Governing Board;
- 3.1.3 The Councils, Standing Committees, and Commissions.
- 3.1.4 The Management Team directed by the Chief Executive Officer (CEO).
- 3.2 The definition and mandate of these structures shall be outlined in the respective sections of this Constitution and in the bylaws of the Organization.

### **4. MEMBERSHIP**

- 4.1 The Assembly of the IPC Members is the supreme authority of the IPC responsible for defining the Vision and general direction of the IPC. The following can be members of the IPC:



- 4.1.1 *National Paralympic Committee (NPC):* a national organization recognized by the IPC as the sole representative of athletes with a disability in that country or territory to the IPC.
- 4.1.2 *International Organization of Sport for the Disabled (IOSD):* an independent organization recognized by the IPC as the sole worldwide representative of a specific disability group to the IPC.
- 4.1.3 *International Paralympic Sports Federation (IPSF):* an independent sport federation recognized by the IPC as the sole worldwide representative of a sport for athletes with a disability that has been granted the status as a Paralympic Sport by the IPC.
- 4.1.4 *Regional/Continental Paralympic Organization:* an independent Regional/Continental Organization recognized as the sole regional continental representative of the IPC members within a specific region/ continent as recognized by the IPC.
- 4.2 The General Assembly shall decide on admission to membership.
- 4.3 Members shall have the right to:
- 4.3.1 Vote and be heard at meetings of the Members;
- 4.3.2 Nominate candidates for the appropriate IPC Bodies;
- 4.3.3 Submit motions and be heard; and
- 4.3.4 Participate in all IPC activities, subject to meeting eligibility criteria of the respective activity.
- 4.4 Members shall have the obligation to:
- 4.4.1 Participate in the development of the IPC's Vision and Mission Statement and general directions;
- 4.4.2 Pay the annual membership fee according to the policy established at the IPC General Assembly;
- 4.4.3 Abide by all the IPC Bylaws, Codes, rules & regulations and all the IPC decisions;
- 4.4.4 Maintain regular and on-going communication with the IPC and, in particular, respond to the IPC's official requests in a timely manner;



4.4.5 Respect the specific rights and obligations as outlined in the IPC Bylaws.

4.5 Life Membership:

4.5.1 Life Membership is a special form of membership bestowed upon a person whose services to the IPC have been agreed to be exceptionally meritorious. Life Membership gives recognition to these extraordinary contributions and offers opportunities for the IPC to retain the expertise, interest and engagement of the person for the movement.

4.5.2 Life Membership is granted by the IPC General Assembly solely upon the recommendation of the IPC Governing Board and shall be decided with a 2/3 majority vote by the General Assembly.

4.5.3 An individual who has been granted Life Membership has the right to participate in, and speak at the General Assembly but does not have the right to vote.

## **5. GOVERNING BOARD**

5.1 The Governing Board is the representative of the IPC Membership, elected at the General Assembly in accordance with nomination and election procedures adopted by the IPC Membership at the General Assembly. The Governing Board shall comprise the following positions:

- One (1) President
- One (1) Vice President
- Ten (10) Members at Large
- The Chairperson of the Athletes' Council, ex-officio member with vote, elected by the Athletes' Council
- One (1) CEO, ex-officio member without vote.

5.2 The following applies to the position of President, Vice President and Member at Large:

5.2.1 The term of office shall normally be four (4) years. The Board shall, however, remain in office provisionally until a new Board is elected.



- 5.2.2 Elections for these positions shall occur at the General Assembly following each Paralympic Games taking place in summer.
- 5.2.3 Subject only to article 5.2.4, no individual shall serve on the Board for more than 3 consecutive terms.
- 5.2.4 If an individual's election as President follows one or more terms on the Board in some other capacity, that individual will be entitled, if re-elected, to remain as President for three (3) terms.
- 5.3 Nomination and Election Procedures are included in the bylaws and are submitted to the General Assembly of the Members for approval.
- 5.4 The Governing Board shall govern the business and affairs of the IPC. In exercising this authority, responsibilities of the Governing Board shall include:
- to interpret the Vision set by the Membership at the General Assembly
  - to approve the IPC Policies
  - to ensure that the directions set by the Membership at the General Assembly are implemented
  - to establish, disband, merge, suspend the operation of and in other ways regulate IPC Standing Committees and Commissions
  - to set the broad goals of the Strategic Plan
  - to monitor the performance of the delivery of the goals
  - to mandate, as appropriate, the CEO to represent the IPC in accordance with the rules and regulations laid down
  - to appoint a certified auditor.
- 5.5 The President
- 5.5.1 The President's main role within the organization includes, but is not restricted to the following tasks and responsibilities:
- Chairs meetings of the Governing Board



- Serves as an ex-officio member of all IPC Standing Committees and Councils as specified in the bylaws
- Is the primary liaison between the Governing Board and the CEO
- Ensures that the organization maintains positive and productive relations with its membership, media, sponsors, donors, other organisations and the community at large

In his absence or if required the Vice President will take over the tasks of the President.

5.5.2 The President may work for the IPC on the basis of a service agreement and receive an appropriate remuneration or compensation.

5.6 If needed, the Vice-President may also work on the basis of a service agreement.

5.7 The Governing Board is responsible for the conclusion, content and termination of the service agreement with the President or Vice-President. The President, and if involved the Vice-President, will not take part in these decisions.

5.8 The Association is legally represented by the President or two members of the Board acting jointly, of whom one must be the Vice President.

5.9 The Governing Board shall have the right to appoint a full voting member to the Governing Board in the event that one of the elected positions falls vacant during any term of office. Such appointment to be ratified by the membership at the next General Assembly, unless such General Assembly falls in an election year, at which time the electoral process will apply.

5.10 The Governing Board may co-opt for a fixed period of time, not to exceed the normal electoral cycle, up to three (3) individuals who shall serve as members without vote.

## **6. IPC COUNCILS, STANDING COMMITTEES AND COMMISSIONS**

6.1 The IPC Governing Board may establish, disband, merge, suspend the operation of and in other ways regulate IPC Standing Committees, Commissions and Working Groups, from time to time, as required.



6.2 Councils may be established from time to time by the IPC Membership at the General Assembly upon the recommendation of the Governing Board.

6.3 Details with respect to the composition, responsibilities, and process for appointment to IPC Councils, Standing Committees, and Commissions or working groups shall be outlined in the bylaws.

## **7. IPC MANAGEMENT TEAM**

7.1 The IPC Management Team consists of the professional staff working under the direction of the CEO (special representative, § 30 German Civil Code). With the authority delegated by the Governing Board, subject to article 7.2, the CEO represents the Board and the Organization in all day-to-day business affairs and in all proceedings and negotiations of all types against courts and authorities. The CEO is responsible for the management of the organization including the authority to directly employ, supervise, control, review the performance and terminate staff.

7.2 The Board may fix the authorizations, duties and responsibilities of the CEO in Bylaws or Contracts and revise the scale of authorization given to the CEO. The Board may also dismiss the CEO with just cause. The CEO has to be heard before the decision. The decision to dismiss the CEO needs a simple majority of the members of the Board.

## **8. MEETING OF THE MEMBERS**

8.1 The IPC General Assembly is the official gathering of the IPC Members. It shall be competent to pass a resolution if at least one-third (1/3) of the members with voting rights are present. Should the number not be reached, a new Assembly may be called which shall be competent to make decisions regardless of the number of members present. It is permitted to combine written notice of an Assembly which shall be competent to make decisions in every case with the written notice of an ordinary General Assembly. A General Assembly shall be held at least every two years, at a time, place and date determined by the Governing Board, for the purpose of:

8.1.1 Hearing and receiving the reports of the Governing Board and CEO;

8.1.2 Receiving and approving the minutes of the previous General Assembly;



- 8.1.3 Electing the Governing Board members (every 2<sup>nd</sup> General Assembly after the Paralympic Games taking place in summer);
- 8.1.4 Approving the budget and the membership fee policy;
- 8.1.5 Considering and approving the policy and procedures for nomination and election of Governing Board members;
- 8.1.6 Approving and admitting members to the IPC;
- 8.1.7 Considering and approving the financial reports and audited accounts and thereby discharge the Bodies of the Organization;
- 8.1.8 Considering and approving the bylaws outlining the Members' rights and obligations;
- 8.1.9 Approving amendment to the IPC Constitution, which shall require a vote of two-thirds (2/3) of the Members present; and
- 8.1.10 Approving the transaction of any other business properly brought before the meeting.
- 8.2 An Extraordinary General Assembly may be called by the IPC President, on request of the Board or on demand by at least one-third (1/3) of the total number of Members.
- 8.3 Notice of a General Assembly shall be given at least six (6) months prior to the meeting. The agenda needs to be distributed at least six (6) weeks prior to the meeting. Date as per postmark shall be sufficient proof of a timely service.
- Motions shall be submitted to the Board in writing at least three months before the General Assembly.
- Minutes shall be drawn up for each General Assembly and shall be signed by the chairman and the recording clerk of the Assembly.
- Procedures to be followed at the General Assembly and Extraordinary General Assembly shall be outlined in the bylaws.
- 8.4 Members shall be entitled to one vote at the General Assembly and the Extraordinary General Assembly. A Member cannot transfer its vote to another Member if not represented in





person at a meeting of the Members of the IPC. An individual cannot concurrently represent more than one Member, and as such is restricted to one vote at any meeting of the Members of the IPC.

8.5 In addition to the IPC Members, the following bodies are entitled to participate in the IPC General Assemblies (they however do not have the remaining rights of the members):

8.5.1 Sports bodies under the governance of IPC are entitled to be heard at the IPC General Assemblies.

8.5.2 Sports bodies under the governance of an IOSD, which have been granted the status as a Paralympic Sport by the IPC, are entitled to be heard at the IPC General Assemblies.

8.5.3 Regional bodies under the governance of the IPC, established as the sole regional representative of the IPC Members within a specific region, are entitled to be heard and vote at the IPC General Assemblies

## **9. TERMINATION/SUSPENSION OF MEMBERSHIP**

9.1 Membership in the IPC shall terminate:

9.1.1 If a Member withdraws its membership by delivering to the Governing Board its written notice of withdrawal of membership. The resignation shall take effect at the time of such delivery, unless a later date is specified in the resignation;

9.1.2 Automatically upon the dissolution of the Member's organization;

9.1.3 Automatically upon the IPC General Assembly deeming with the simple majority of votes of delegates present and voting that a member no longer meets the requirements for membership as outlined in articles 4.1.1, 4.1.2, 4.1.3, and 4.1.4; and

9.1.4 Automatically upon there being passed, at a Meeting of Members at the General Assembly, by at least two-thirds (2/3) of the votes cast on the question, a resolution that such Member's membership be revoked. Revocation premises a good cause which shall in particular and without limitation be given if a Member seriously prejudices the interests of the Organization or if the Member is in breach of the IPC Constitution, Bylaws, Codes, rules and regulations. Prior to



any vote on revocation, a Member shall have the right to be heard.

9.2 A Member may be suspended for following reasons:

9.2.1 Failure to pay the annual membership fee as determined at the General Assembly, unless otherwise decided by the Governing Board; or

9.2.2 Not fulfilling the conditions for Membership and not complying with the obligations of Members, as defined in the bylaws.

9.3 Membership in the IPC may be suspended by the Governing Board. Should such suspension be likely to exceed four (4) consecutive years, the Governing Board shall bring forth a recommendation to the appropriate General Assembly for either continued suspension or termination of membership.

9.4 Before a Member is suspended, the Member shall have the right to be heard either in person or in writing by the Governing Board.

9.5 The Governing Board shall inform the General Assembly of all suspensions in progress.

9.6 A Member under suspension loses all rights and privileges of membership. In particular, a Member shall not be entitled to be heard, except with respect to their suspension, or vote at meetings of Members, and/or enter athletes in competitions sanctioned by the IPC, and/or participate in IPC activities.

## 10. FINANCES

10.1 The funds of the IPC shall primarily consist of:

- annual membership fees of Members and any levies on Members and
- such contributions, legal grants and other income as may be received for use by or in connection with the IPC activities.

The funds may be used only within the limits of the objects of the Constitution. The Governing Board shall decide on their use within the budgetary limits.

10.2 Accounts and financial reports shall be submitted to the Governing Board annually and, at its request, at any time. The General Assembly shall approve the financial reports and



audited accounts and shall approve the budget as decided by the Governing Board.

**11. LANGUAGE**

11.1 The English language shall be the official language of the IPC. The Constitution is composed both in the English and German. The German version shall govern. Other texts shall be accepted in their English version.

**12. DISSOLUTION**

12.1 Dissolution may occur by decision of an Extraordinary General Assembly, called specifically for this purpose, by a two-thirds (2/3) majority vote of the members present. The Assembly shall also decide on the manner of liquidation and the utilization of the remaining assets.

12.2 In the event of dissolution or abolishment of the Association or in the event of the loss of its current tax-privileged objects, the assets of the Association shall be transferred to a legal person of public law or to another tax-privileged incorporated body for its use in furtherance and support of sports for athletes with disabilities. In any event, the assets of the Association must be used for tax-privileged purposes after the Association's dissolution, abolishment, or loss if its tax-privileged status. Decisions on the future use of the assets will be taken by the General Assembly in all such cases and may only be carried out after approval by the tax office.

**13. GOVERNING LAW**

13.1 The law of Germany shall govern the IPC and this Constitution.