



CONSTITUTION

This constitution regulates the conduct of the European Rescue Association within the purposes set out below.

Pursuant to Article 13 of the Association Act (Official Gazette No. 74/14), Article 5 of the Technical Act (Official Gazette Nos. 76/93, 11/94 and 38/09), Article 26 of the Act on Protection and Rescue (O.G. Nos. 174/04, 79/07, 38/09 and 127/10) and Articles 48 and 67 of the Environmental Act (O.G. Nos. 70/05 and 139/08) General Assembly of the European Cave Rescue Association, held on dd mm 2021 in Xxxxxxx, has issued this constitution.



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Draft v0-800 (to be released)



§ 1 GENERAL PROVISIONS

This constitution is the basic general act of the ECRA regulating its goals, membership, bodies and key procedures. Other acts, if adopted by the association, must comply with this constitution.

§ 1.1 Logo

The ECRA Logo is to be found at the Annex under 'ECRA Logo', page 14. The logo consists of an outer ring coloured basic European blue with twelve yellow EU flag stars; an inner ring coloured basic yellow with the words EUROPEAN CAVE RESCUE ASSOCIATION printed in blue letters within the ring and an inner circle, whose background is white, there is a red cross; inside the cross, in the white field, there is a simplified cave entrance, with stretcher inside it, together with the injured person.

The ECRA Logo should be used only with the approval of the ECRA Board.

§ 1.2 Seal

The ECRA has a Seal which is identical to Logo, see Annex under 'ECRA Seal', page 14.

§ 2 UNDERLYING PRINCIPLES

§ 2.1 Humanitarian Mission and Non-profit Status

The European Cave Rescue Association ("ECRA") is an independent, humanitarian and voluntary based non-profit association of national cave rescue organisations and similar rescue organisations that are based in Europe and collaborating members from other countries.

§ 2.2 Neutrality

The ECRA is to be neutral in matters of religion, gender and political beliefs and practices, but may seek to persuade government organisations and others to adopt policies and laws supportive of cave rescue.

§ 2.3 Headquarters of the ECRA

The postal address of the ECRA shall be 10000 Zagreb, Croatia, 22 Kozarceva Street, or such other address as the General Assembly shall from time to time approve.

§ 2.4 Governing Law and Disputes

The ECRA is an incorporated association under Croatian law.

In the event of a dispute, the preferred method of solving disputes will be mediation followed by arbitration if necessary, under the rules of the Court of Arbitration in Sport (CAS) in Lausanne.

§ 2.5 Definitions

§ 2.5.1 Caving and Cave Rescue

In this constitution references to caving includes all forms of underground recreation and exploration, cave diving and the exploration of disused mine workings.

Cave rescue is defined as any rescue associated with all such caving activities.



§ 2.5.2 Europe

For the remit of this constitution European countries are all countries of the European Union as of 2020, Norway, Iceland, the United Kingdom, Switzerland, Lichtenstein, the Balkan Countries and Turkey.

§ 2.6 Official Language

The official language of the ECRA is English.

§ 2.7 Transparency

Whilst committed to transparency, the ECRA will ensure that it is compliant with all relevant data protection laws in respect of personal and private data.

§ 2.8 Terminology

For the wording of this constitution the male form is used but includes all gender aspects in its meaning.

§ 3 PURPOSES AND GOALS

The objectives of the association are:

- Collaboration between members
- Exchange of knowledge and experience in the field of cave rescue mainly between the cave rescue organisations, but also with caving organisations and other interested parties, e.g. manufacturers of caving and rescue equipment
- Acquiring and dissemination of information and lessons from caving incidents
- Continuous improvement of rescue techniques, processes and equipment
- Representing European cave rescue interests, capability, knowledge and needs to external bodies, e.g. regulators and stakeholders

§ 4 MEMBERSHIP

§ 4.1 Full Membership

Full Membership of the ECRA is open to European organisations whose primary function is cave rescue in accordance with the definitions set out in '§ 2.5.1 Caving and Cave Rescue' (page 4) in the following categories:

§ 4.1.1 National Members

National Members are organisations covering their whole country.

§ 4.1.2 Regional Members

Regional Members are organisations covering only a part of their country.

§ 4.2 Collaborating Membership

Collaborating Membership of the ECRA is open to cave rescue organisations from non-European countries. Collaborating Members may not vote at a General Assembly nor sit on the ECRA Board.



§ 4.3 Associate Membership

Associate Membership is open to other organisations (not limited to cave rescue) with an interest in cave rescue. Associate Members may not vote at a General Assembly nor sit on the ECRA Board or chair a commission.

§ 4.4 Individual Membership

Individual membership of the ECRA is open to cave rescuers from European countries. Individual Members may not vote at a General Assembly **nor sit on the ECRA Board**.

§ 4.5 Honorary Membership

A person of special merit that the ECRA wishes to recognise might be nominated through a motion as an Honorary Member by the General Assembly. This recognition does not confer special rights or duties to the person, nor does it limit the Honorary Member's ability to act on behalf of his organisation.

§ 4.6 Admission

Application to all classes of membership of the ECRA is through submission to the Secretary General. The ECRA Board will produce a report on the merits of the application. This report will be put before the General Assembly prior to voting. If there are already existing members from the same country as the applicant, the ECRA Board shall consult them about the application before reporting. Admission will be granted to applications approved at a vote of the General Assembly.

§ 4.7 Member Activity

All ECRA members have the right and are encouraged to actively participate in ECRA's work and to play an active role in achieving its objectives. The extent of such participation is up to the member. ECRA members must be kept informed of the ECRA's activities through the meetings of the association's bodies and by participating in ECRA's activities.

§ 4.8 Membership Fee

Once the Annual General Assembly has approved the membership fees for the year, all members must pay their annual fee.

The ECRA Board may suspend a member from taking any further part in the affairs of the ECRA until the membership fee is paid. Where the fees are outstanding for two years, the Secretary General shall report non-payment to the next General Assembly, with a motion for the expulsion of the member concerned from the ECRA.

§ 4.9 Termination of Membership

Any member may terminate their membership by delivering their resignation in writing (which may include electronic communications) to the Secretary General. Membership will either cease immediately on receipt of that written resignation or at the date agreed between the member and the General Secretary. The resignation of a member will be effective prior to the next General Assembly following the receipt of the letter.

§ 4.10 Expulsion from the ECRA

The General Assembly may expel, by a motion passed by two thirds of the votes cast, any member from membership; provided the member has been given four weeks' notice of the motion and has had the opportunity to address the General Assembly before the vote was taken.



§ 5 ECRA STRUCTURE

The ECRA consists of following bodies:

- General Assembly
- ECRA Board
- Commissions
- Working groups
- Auditors
- Liquidator

§ 6 GENERAL ASSEMBLY

The General Assembly (GA) comprises the Full Members as voting members, other members as non-voting members in consultative capacity and the ECRA Board (see also '§ 12.2 Voting', page 11). It is the supreme authority of the ECRA.

Unless otherwise noted, the term General Assembly (GA) includes the Annual General Assembly (AGA) and any Extraordinary General Assembly (EGA).

§ 6.1 Annual General Assembly (AGA)

The ECRA members and the ECRA Board will convene annually at the invitation of the Secretary General for the Annual General Assembly. Not more than 14 months shall elapse between the annual meetings of the General Assembly.

The Secretary General shall give at least four months written notice of the date of the Annual General Assembly and at least two months written notice of the agenda to all members including received motions.

§ 6.2 Motions to the Annual General Assembly

Motions to the Annual General Assembly by any ECRA member or by the ECRA Board must be submitted in writing to the Secretary General no less than three months before the date of the annual meeting. Amendments to motions may be submitted after circulation of the agenda and may be made from the floor at the General Assembly.

§ 6.3 Agenda for Annual General Assembly

The Annual General Assembly will include the following items on the agenda, but may include other items if proposed by a member or the ECRA Board:

1. Reviewing and approving the minutes of the last Annual General Assembly, any EGAs and any Written Ballots
2. Receiving, considering and accepting or rejecting the annual report of the President and the annual reports of the treasurer and the auditors
3. Deciding on any applications for admission for membership and any motions to expel members
4. Election of the ECRA Board members in years in which an election is due
5. Election of Auditors in years in which an election is due
6. Election of the chairpersons of commissions and if applicable, establish or revise remits of a commission or whether to close a commission
7. Election of Liquidator in years in which an election is due



8. Setting the membership fees for the coming year
9. Agreeing the budget for the next fiscal year proposed by the ECRA Board
10. Motions proposed by any member or the ECRA Board

§ 6.4 Chairperson of a General Assembly

The Annual General Assembly will be chaired by the President of the ECRA. In his absence the Vice President will act as chairperson. In the absence of both, the General Assembly shall appoint a chairperson for this meeting.

§ 6.5 Extraordinary General Assembly (EGA)

An Extraordinary General Assembly may be convened upon the request of a minimum of one third of the voting members or by a majority decision of the ECRA Board delivered to the Secretary General specifying the business to be addressed. The Secretary General shall thereupon convene an Extraordinary General Assembly to meet not earlier than one month and no later than two months thereafter. The business of the EGA shall be limited to the business set out in the request (including any amendments proposed at the EGA itself).

§ 6.6 Virtual Meeting

If a need arises an electronic session can be conducted following the timelines and procedures defined in '§ 6.5 Extraordinary General Assembly (EGA)', page 8.

§ 6.7 Removal of ECRA Board Members

A member of the ECRA Board may be removed from office by a General Assembly (Annual or Extraordinary General Assembly) by a motion passed by two thirds of the votes cast provided the ECRA Board member concerned has been given four weeks notice of the motion and has had reasonable opportunity to make written or oral representations to the General Assembly before the vote is taken.

In the event a ECRA Board member is removed, the General Assembly shall elect a replacement member at the same meeting.

§ 6.8 Removal of a Commission Chairperson

The chairperson of a commission may be removed from office by a General Assembly (Annual or Extraordinary General Assembly) by a motion passed by two thirds of the votes cast provided the chairperson concerned has been given four weeks notice of the motion and has had reasonable opportunity to make written or oral representations to the General Assembly before the vote is taken.

In the event the chairperson is removed, the General Assembly shall appoint a replacement chairperson at the same meeting.

§ 6.9 Removal of Auditors

An Auditor may be removed from office by a General Assembly (Annual or Extraordinary General Assembly) by a motion passed by two thirds of the votes cast provided the auditor or auditors concerned has been given four weeks notice of the motion and has had reasonable opportunity to make written or oral representations to the General Assembly before the vote is taken.

In the event an Auditor is removed, the General Assembly shall elect a replacement Auditor at the same meeting.



§ 6.10 Removal of Liquidator

The Liquidator may be removed from office by a General Assembly (Annual or Extraordinary General Assembly) by a motion passed by two thirds of the votes cast provided the Liquidator has been given four weeks notice of the motion and has had reasonable opportunity to make written or oral representations to the General Assembly before the vote is taken.

In the event the Liquidator is removed, the General Assembly shall elect a replacement Liquidator at the same meeting.

§ 7 ECRA Board

The ECRA Board consists of the President, the Vice President, the Secretary General, the Treasurer and additional ECRA Board members as appropriate.

All ECRA Board members shall come from a Full Member. The ECRA Board is elected by the Annual General Assembly for a period of four years. No individual may serve on the ECRA Board for more than eight consecutive years. No more than two members of the ECRA Board may be from the same country. The President, the Vice President and the Secretary General must be from different countries.

The ECRA Board can co-opt consultancy persons, which can be from any member category, but they will not have voting rights within the ECRA Board.

The ECRA Board is responsible for handling all necessary tasks that are not reserved for another Constituent Body, as defined in this constitution.

All ECRA Board members shall act in the interests of the ECRA as a whole and shall not act as a member representative or under the direction or control of the member country or region in which they belong.

§ 7.1 President

The President is the responsible person for the normal conduct of business, for chairing all General Assemblies and the ECRA Board. He represents the ECRA to the authorities, in public engagement and in any dealings with external bodies.

The President signs contracts and Memoranda of Understanding with other bodies on behalf of the ECRA with prior majority consent of the ECRA Board.

The President is responsible for a written report to the Annual General Assembly. This report shall include a summary of the activities of the ECRA Board, commissions and working groups.

§ 7.2 Vice President

The Vice President deputises for the President in his absence, and assists the President with any tasks, as might be requested by the President.

§ 7.3 Secretary General

The Secretary General is responsible for the proper administration and record keeping of the ECRA.



§ 7.4 Treasurer

The Treasurer is responsible for the proper administration and record keeping of all financial affairs of the ECRA.

The Treasurer shall report the audited accounts to the Annual General Assembly.

The Treasurer must be proficient in the language of communication used by the bank. Payments are transacted only with the consent of the President or General Secretary.

§ 7.5 Authorisation to sign

The President is the authorised legal signatory for the ECRA with the consent of the majority of the ECRA Board, see '§ 7.1 President', page 9.

The Vice President deputises for the President in his absence, in which case he becomes the responsible person and legal signatory for the ECRA.

In the case both the President and the Vice President are absent, the President should authorise in writing a third person to represent the ECRA and have signatory rights.

The Treasurer acts as a signatory on behalf of the ECRA within his responsibility.

§ 7.6 ECRA Board Procedure

The ECRA Board shall adopt and periodically review written procedures to ensure the daily tasks of the ECRA are properly addressed. These procedures shall not conflict with this constitution. This shall include but is not limited to attribution of tasks to different board members, commissions and working groups.

§ 8 COMMISSIONS

The General Assembly may establish commissions as permanent groups of specialists with terms of reference and each with a defined purpose. Each commission has a chairperson and optionally a secretary and additional steering members. The chairperson of a commission shall come from a Full Member, a Collaborating Member or be an Individual Member. Other commission members can be recruited from all member categories.

Each commission organises the necessary meetings and exchanges to achieve the goals set by the remit. The Chairperson shall provide a written report to the President for inclusion in his annual report.

Furthermore, after each in-person meeting a summary with results or conclusions shall be sent to the Secretary General, no later than two months after the meeting.

The chairperson of a commission or a deputy shall be invited to an ECRA Board meeting if it concerns their area of responsibility.

§ 9 WORKING GROUPS

The ECRA Board may establish temporary groups of specialists to further the purposes of the ECRA. Such a working group will have terms of reference and defined objectives. A working group chairperson and members can be recruited from all member categories.

Each working group organises the necessary meetings and exchanges to reach the goals set by their remit within the given timeline. The chairperson shall provide the ECRA Board or their delegated body with regular progress reports.



§ 10 AUDITORS

Two auditors, who shall not be members of the ECRA Board nor have served as a board member in the preceding two years, shall be elected by a General Assembly for a period of four years.

If an auditor is unable to continue to fulfil his role, the ECRA Board can co-opt a replacement until the next General Assembly.

The auditors shall inspect the financial records of the ECRA and report to the Annual General Assembly as to whether the accounts presented by the ECRA Board give a fair and reasonable view of the ECRA's financial affairs.

The auditors may make such other report to the Annual General Assembly as they think appropriate in the interests of good governance of the ECRA.

§ 11 LIQUIDATOR

The Liquidator may be an individual or a legal entity and does not have to be a member of the ECRA but must be registered at the Registry of Associations in Croatia to represent the ECRA.

The Liquidator must be elected by the General Assembly every four years.

If the Liquidator is unable to continue to fulfil his role, the ECRA Board can co-opt a replacement until the next General Assembly.

The Liquidator will lead the dissolution of the ECRA in case the organisation has to be dissolved.

§ 12 QUORUM AND VOTING

§ 12.1 Quorum

The quorum for a General Assembly shall be half of all votes of the full membership. This applies to in-person meetings, virtual meetings and electronic or written ballots. Those on the ECRA Board have no vote except when representing a Full Member.

The quorum for a meeting of the ECRA Board shall be half the Board members entitled to attend and vote either by attending in person or by electronic means.

§ 12.2 Voting

Voting shall not be secret unless a secret vote is requested by a third of the votes present or the Chairperson directs that the voting on a motion or election shall be by secret ballot.

Motions amending this constitution, expelling a member, removing the ECRA Board or a member of it, or an auditor or liquidator from office, shall only be deemed passed if two thirds of the votes cast are in favour. All other motions or elections shall be decided by a simple majority of votes cast. In the event of a tie the Chairperson of the meeting shall have a casting vote.

Dissolution of the ECRA shall only be deemed passed if two thirds of all votes present are in favour. In the event of a tie, the Chairperson of the meeting shall have a casting vote.



§ 12.3 Full Member Voting

In a General Assembly a country has a maximum of two votes available to cast in a ballot to decide a motion or an election.

If a single voting delegate of a National Member attends a General Assembly, he is entitled to cast both votes for that country.

If there is no National Member, each Regional Member has one vote but there are no more than two votes per country. How these two votes are divided in the case of more than two Regional Members from the same country shall be agreed between them and, in the absence of such agreement, the President shall decide.

If a National Member exists but is not present and there is no proxy delegation, the two votes shall be at the disposal of country's Regional Members. If there is only one Regional Member present, their delegate is entitled to cast the two votes on behalf of the absent National Member.

§ 12.4 Proxy Delegation

For in-person and virtual meetings a non-attending Full Member can designate a proxy voter. The designation with name of the person must be provided in writing to the Secretary General no later than one week prior to the meeting.

The designated voter can be any person present at the meeting that does not already represent another member.

The votes of this proxy person are treated as if the Full Member assigning it is present.

§ 12.5 Other Member Voting

Associate, Collaborating, Individual Members and Honorary Members shall have no voting rights unless acting as a Full Member delegate.

§ 12.6 Written Ballots (paper or electronic)

A remote written ballot can be conducted to consider all motions that require only a simple majority. The rules defined on Quorum apply.

§ 12.7 Voting in ECRA Board meetings

All elected ECRA Board members according '§ 7 ECRA Board' (page 9) have one vote, except the Chairperson in case of even number of ECRA Board members. In the event of a tie the Chairperson of the meeting shall have a casting vote.



§ 13 FINANCE

§ 13.1 Membership Fee

The ECRA is to be financed by an annual fee levied on members, set at the Annual General Assembly. Different rates may be set by the Annual General Assembly for different classes of membership.

§ 13.2 Fundraising

The ECRA may also raise funds through sponsorship, grants, endorsements, donations, or other means, provided these support the purposes of the ECRA and ensure its independence.

§ 13.3 Remuneration

The members of the ECRA Board, commissions and working groups are not to be paid by the ECRA.

§ 13.4 Reimbursement

Costs incurred by members of the ECRA Board during the conduct of the affairs of the ECRA shall be borne by the individual concerned unless expenses are specifically authorised by a General Assembly. Bona fide expenses incurred on behalf of the ECRA by a member of the ECRA Board may be reimbursed at the discretion of the ECRA.

§ 14 AMENDMENT OF CONSTITUTION

Amendment of the Constitution requires a confirmatory ballot on the motion by a General Assembly applying the quorum set in '§ 12.1 Quorum', page 11 and voting set in '§ 12.2 Voting', page 11.

§ 15 DISSOLUTION OF THE ECRA

§ 15.1 Dissolution Procedure

Except where otherwise required by law, the dissolution of the ECRA requires the passing of a motion by the General Assembly applying the quorum defined in '§ 12.1 Quorum', page 11 and voting defined in '§ 12.2 Voting', page 11.

In any dissolution proceedings the ECRA will be represented by the Liquidator.

§ 15.2 Disposal of Assets

A motion to dissolve the ECRA must state how any assets are to be disposed of following the payment of any liabilities and debts. The values shall benefit a successor organisation, an organisation with similar goals, or a social welfare organisation.

ECRA Annual General Assembly

dd mm 2021, Xxxxxxx



ANNEX

ECRA Logo



ECRA Seal

