



Terms of Reference for ETU Constitution Commission

Purpose

Through consultation with key stakeholders (NFs, Athletes, LOCs, European Olympic Committee, ITU etc.) to produce a new/amended ETU Constitution/Bylaws that is/are fit-for-purpose for approval by ETU members at an ETU Extraordinary Congress early in 2013, for subsequent application at the 'voting' ETU Congress June 2013 in Alanya.

Principles

The documents should be:

As simple as possible, clear, unambiguous and succinct

Consistent throughout

'Legally correct' with translation in accordance with the basic rules for both ETU and the legal authority under which ETU is constituted

Establish the jurisdiction, which will be a key element in the process

Durable, robust and fit for purpose (and should not need to be changed every year)

Members of Commission

Kathleen Smet, Eugene Kraus, Matt McKerrow, Johan Druwé, Sarah Springman (Chair)

Explanations

Articles of Association (AA) are the same as Statutes and Constitution – they are required by law to define key elements (such as purpose, membership, powers of Congress, elections, Governing Board(s), powers of Governing Board(s), reporting, recording and execution of company documents, accounts & auditors, indemnity and insurance of directors, dissolution, Honorary Members) of the body to be constituted).

The AA can only be changed at Congress in the presence of 2/3rds of the members and with a 2/3rds majority. This is a significant procedure to follow in each case and hence the AA should be written so that they do not need to be amended annually.

Bylaws (or Rules of Internal Administration) include all other factors to describe the working practices and procedures of ETU. The Bylaws can be amended, a rule at a time, more easily and passed by Congress with a simple majority.

Preparation phase

Review documents listed below in respect of the purpose stated above. Establish pros and cons of each:

1. Existing ETU constitution
2. Existing ITU constitution
3. Other relevant sporting constitutions/byelaws
 - a. European/National Olympic Committee

- b. NFs
- c. -----
- 4. ASBL documents and Luxembourg law
- 5. IOC Code of Ethics and Governance
- 6. Articles/documents on Sporting Governance
- 7. Etc...

Establish list of key questions of principle for ETU Board to decide, e.g.

- 1. legal domicile of ETU: advantages and disadvantages of an ASBL in LUX and any other competitive alternative
- 2. do we need to split into Constitution/Bylaws or retain a single document (supported by short document detailing the arguments for each)
- 3. etc...

Timings

Formation of Constitution Commission by ETU Executive Board (EB) (21.04.2012)

Preparation phase

Prepare Terms of Reference (ToR) by 30 April and submit to EB for approval

Discuss direction and amend ToR with EB (@ 1st meeting)

Main working phase

Carry out the work

Report on status and feedback at each EB meeting

First full draft of AA/Constitution for London Olympic Games (EB meeting close to this period)

Next amendments

Consultation period

Consultation Draft AA & Draft Byelaws (if split off from existing Constitution) with member NFs and elite athletes' representative at the ETU meeting in Auckland October 2012

Final amendments for AA, ongoing amendments on Bylaws (these would be expected to take more time to finalise because of the detail and discussion required within the EB etc.)

Approval

Extraordinary Congress early 2013 (?February?), needing 60 days' notice for the AA/Constitution document

Further consultation with NFs for the Bylaws

Final approval of Bylaws at ETU Congress in Alanya in June 2013

Commentary

This is a great deal of work and so the ETU Board will need to make decisions quite quickly in the beginning and then maintain 2-way communication with Commission to ensure that a first full draft that will have broad consensus on principle can be achieved, with need only for relatively minor refinements.

SMS

April 2012

Approved ETU EB May 2012