



Legal Justification of the statutory reform of Article 4. (Under the Loi 1901)

- **Compatibility with the Corporate Purpose:** The "Incorporation of Benefactor Members" document highlights the need to finance technical representation and research. By defining this category, the ECBF complies with the principle of resource transparency required by the French Prefecture.
- **Protection of "Disinterested Management":** In France, for an association not to be reclassified as a company (which would entail commercial taxes), control must rest with members without direct economic interest. By denying the right to vote and eligibility to "Patron Partners" (Art. 4.5), we legally shield the ECBF against accusations of disguised profit.
- **Respect for Territoriality:** The definition of "Country" and "European Headquarters" remains intact (4.2 and 4.3). The Benefactor Member does not alter the geopolitical balance of the federation, as their role is one of support and not governance.



Legal Justification of the statutory reform of Article 8. (Under the Loi 1901)

- **Authorization of Patronage (8.1.c):** The inclusion of "contributions" from Patron Partners within the section of donations and bequests is fundamental. In French law, this allows the association to receive funds from companies (legal entities) without it being considered a commercial transaction subject to VAT, provided there is no direct commercial consideration.
- **Budgetary Security (8.2):** By allowing the Council to set the threshold for benefactors, the federation is provided with financial agility. It is not necessary to wait for a Congress (which may be annual or every two years) to adjust the fees of sponsors if an urgent financing opportunity arises.
- **Protection of Liability (8.4):** This point remains intact because it is the standard safeguard clause of the Loi 1901: members (including new benefactors) do not respond with their personal assets for the debts of the association. This is a key incentive for companies to join as Patron Partners.
- **Reimbursement of Expenses (8.3):** This point is critical for "disinterested management" in France. By limiting who can collect expenses, it is demonstrated before the Fisc (French Treasury) that the association is not used to enrich its members, which is vital to maintain the exemption from commercial taxes.



Legal Justification of the statutory reform of articles 11, 12 and 18 (Under the Loi 1901)

1. Principle of Contractual Freedom.

The Loi de 1901 is based on the autonomy of the will of the members. There is no provision in French legislation that imperatively prohibits the holding of general assemblies or congresses by telematic means. On the contrary, the statutes constitute the "contract" between the members and, therefore, the Congress (as the supreme body of the Federation) has full power to modify the rules of its operation by a qualified majority of 2/3 of the votes.

2. Guarantee of "Presence" and Unity of Act.

The proposed reform of Article 12.1 legally redefines the concept of "members present" to include synchronous participation. Under French law, what defines the validity of a deliberation is not the physical location, but the unity of act and the possibility of debate.

- a) **Interactivity:** The use of videoconferencing ensures that delegates can intervene, debate, and vote in real time, complying with the requirement of effective participation.
- b) **Equality of Treatment:** The hybrid format guarantees that national organizations that cannot travel due to economic reasons or force majeure do not lose their fundamental rights of voice and vote.



3. **Distinction between Telematic Voting and Voting by Mail.**

It is fundamental to highlight that the reform of Article 12.2 maintains the prohibition of voting by proxy or by mail, but expressly authorizes direct telematic voting.

- a) **Legally:** Telematic voting in real time is not considered "remote voting" in the traditional sense (asynchronous), but a digital presential vote.
- b) **Security:** The reform imposes that the system employed reliably guarantees the identity of the delegate and the integrity of the vote, complying with the security standards required by French regulations to guarantee the transparency of the suffrage.

4. **Protection of Anonymity (Article 18.4).**

For the election of the Council, the proposal ensures that the technological platform guarantees the strict anonymity of the suffrage. This is consistent with the current statutory requirement that the vote be secret, transferring physical guarantees to the digital environment without violating the rights of the candidates.



REFORM PROPOSAL: ARTICLE 4 – MEMBERS

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4.1. The members of the ECBF are distributed in the following categories: Active Members (non-profit national CB organizations or federations) and Benefactor Members (Patron Partners). The active member may associate clubs and associations from their own country. All members must accept the statutes of the ECBF.

4.2. In the statutes of the ECBF, the word "country" designates a geographical territory clearly delimited officially and which corresponds:

- a) either to a State recognized by the international community,
- b) or to a territory not recognized as a State, but recognized as a nation or nationality by the law of the State of which it forms part.

4.3. All members must have their headquarters established in Europe and manifest their interest in the development of CB.

4.4. Each member organization is independent and has the same rights and duties as the other members. All types of discrimination must be prohibited and the ECBF prohibits any interference in the internal affairs of the member associations, unless requested by the interested member. The vote within the ECBF and the fees may be proportional to the decision of the Congress.

4.5. Benefactor Members (Patron Partners): These are those natural or legal persons (companies, institutions or donors) who contribute to the support of the Federation through economic, material or technical contributions. Their admission corresponds to the Executive Council. These members may participate in the Congress with voice but without vote, and are not eligible for Council positions, thus guaranteeing the independence of the Active Members in accordance with article 4.4.



REFORM PROPOSAL: ARTICLE 8 – FINANCES

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8.1. The resources of the ECBF may be constituted by:

- a) The contributions of the member organizations.
- b) Subsidies.
- c) Donations, contributions and bequests from Benefactor Members (Patron Partners), whether natural or legal persons.
- d) The products of its assets.
- e) The amounts received as consideration for services rendered by the ECBF and any other legal resource.

8.2. The member organization of each country pays its contribution in Euros. The Board of Directors will fix the minimum contribution threshold for Benefactor Members in accordance with article 4.5.

8.3. Only the Secretary General and the President can obtain reimbursement of their expenses upon presentation of supporting documents and depending on the available treasury. The Council or the Congress may decide on the advisability of taking charge of other expenses.

8.4. The Federation is solely responsible for the obligations contracted in regards to its own assets. The members are not responsible for the social debts, except in the case of the adoption of direct credit.



ARTICLE 11 – THE CONGRESS OR GENERAL ASSEMBLY

11.1. The Congress of the ECBF is the supreme body of the Federation. It must be convened, at least once every four years, by the President of the Federation. The details concerning participation, rules, date, place, the format of celebration and the agenda will be decided by the Council, and must be communicated at least 90 days prior to the meeting.

The format of celebration of the Congress may be:

- a) Exclusively face-to-face;
- b) Exclusively telematic, by videoconference or other means according to the state of the art at the time;
- c) Hybrid (Face-to-face and Telematic)

ARTICLE 12 – PROCEDURES AND VOTING OF THE CONGRESS

12.1. The decisions of the Federation are taken by a majority of the members present (considering for all legal purposes as "members present" both those physically attending at the place of the Congress and those who attend synchronously through the telematic platforms enabled by the Council) (half plus one), unless a modification or particular arrangement of the statutes must be decided. In this case, the decision must be adopted by an absolute majority confirmed by 2/3 of the members present. Votings can be carried out by a show of hands or in secret at the decision of the President, or at the request of 1/5 of the delegates. But in case of a vote on the modification of the statutes, the proposal must be presented to the Secretary General in writing and in advance, and the vote will be secret.

12.2. The delegates of the member organizations must be or have been citizens of the country represented for a minimum of five years, unless special derogation by the Council. Votes by proxy (procuration) or by mail and delegations of vote will not be admitted. Notwithstanding the foregoing, direct and real-time telematic voting is expressly authorized for remote attendees, as long as the technical system employed reliably guarantees the identity of the delegate and the integrity of the meaning of their vote.



ARTICLE 18 – PROCEDURE FOR THE ELECTION OF THE COUNCIL

18.4. The vote will be secret and each delegation must mark five names only on the ballot paper or through the digital voting system enabled for this purpose. In the case of telematic participation or hybrid congresses, the Council must provide a technological platform that guarantees the strict anonymity of the suffrage cast remotely. The persons, in a number corresponding to the positions to be covered, who receive the highest number of votes are elected. If the results of the votes are equal in what concerns two or more persons, the person who represents the oldest national organization before the Federation must be elected. If the result remains equal, the eldest person must be elected.

Signed by: Vicente Jareño

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