



FEDERATION INTERNATIONALE
DE CHIROPRAIQUE DU SPORT

STATUTES

(Proposed for voting on November 15, 2007)

FICS Statutes

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Chapter I

General Provisions

Article 1 Name and Seat

The International Federation of Sports Chiropractic (FICS) is an association under Article 60 of Swiss civil law, a not-for-profit association composed of autonomous and independent international sports chiropractic councils/federations and other international organisations contributing to sport in various fields.

1. The name of this corporation shall be the Federation Internationale de Chiropratique du Sport (hereinafter called FICS).
2. The official languages of FICS shall be English and French.
3. FICS is politically and constitutionally neutral and abides by the rules of Swiss law, as well as the rules against discrimination as adopted by the International Olympic Committee (IOC).
4. The FICS logo and name are the exclusive property of FICS and, without the prior written approval of the Council, shall not be used for any purposes other than those related to the ongoing administration and activities of FICS.
5. The General Assembly determines the location of the headquarters of FICS, currently located in Lausanne.

Article 2 Goals

The goals of FICS include, but are not limited to:

1. to ensure that all athletes in all sports have access, when needed, to the specialized skills of chiropractors as part of their sport health care;
2. to promote excellence in postgraduate education and practice in sports chiropractic around the world;
3. to promote research in sports science and sports chiropractic;
4. to represent the chiropractic profession in sport internationally;
5. to support the establishment of national chiropractic sports councils (NCSCs) throughout the world;

6. to establish and maintain relationships with international sports organizations throughout the world;
7. to ensure that the highest levels of professionalism are displayed by its members

Chapter II

Membership

Article 3 Categories of Members

FICS shall be composed of ordinary, associate and honorary members as follows and with these voting rights:

1. **Ordinary Members:** national sports chiropractic councils or associations (NCSCs). Each NCSC shall appoint one vote-carrying delegate to attend the General Assembly. This delegate shall have voting rights according to the following classification:

| | |
|---|----------|
| • NCSCs with 1 to 50 individual members | 5 votes |
| • NCSCs with 51 and 100 individual members | 8 votes |
| • NCSCs with 101 or more individual members | 10 votes |

2. **Associate Members:** any association, organisation, institution or individual that supports the goals of FICS. These may include, but are not limited to:
 - a. Voting members:

| | |
|---|---------|
| • National associations of chiropractors that are members of the World Federation of Chiropractic (WFC) | 2 votes |
| • Chiropractic teaching institutions | 2 votes |
| • Student chiropractic sports councils | 1 vote |

 - b. Non-voting members:
 - Other associations, organizations and institutions
 - Individual members

3. **Honorary Members:** any individual who has worked in the interest of public health, particularly in the area of sports chiropractic, may be approved as an honorary member by the General Assembly upon the recommendation of the Executive Council. Honorary members may participate in the activities of FICS, are exempt from having to pay annual membership dues and shall have no vote.

Article 4 Matters relative to Membership

4.1 Application:

Applications for admission to ordinary membership shall be submitted in writing, at least three (3) months prior to the commencement date of the next General Assembly if the application is to be considered at that Assembly, and shall be accompanied by a complete list of the applicant's members. There shall be no more than one (1) ordinary member per country.

The Executive Council shall review and make proposals to the General Assembly concerning applications for membership, but final admission to membership shall be approved by the General Assembly.

4.2 Members' Obligations

The obligations of members shall include:

1. Punctual payment of annual dues
2. To comply with, and ensure that their members comply with, the Statutes, codes of ethics and conduct, and all other policies adopted by FICS
3. To promote knowledge of and active interest in the goals and activities of FICS, including the dissemination of information about FICS's activities to their membership
5. To inform FICS of any events or developments in the member's country that may be of significance to FICS.
6. To reply to all communications from FICS in a timely manner.

4.3 Resignation, Discipline or Exclusion

1. Notice of resignation from membership shall be given in writing at least one (1) month prior to the General Assembly. It can only be accepted if the resigning member has fulfilled all its financial obligations.
2. Any member whose conduct has been determined by the Executive Council to be unprofessional or detrimental to the interests of FICS or sports chiropractic or the chiropractic profession, or who has committed a breach of the Statutes or the Code of Ethics, may:
 - i. be reprimanded by the Executive Council;
 - ii. have membership suspended for an indeterminate or determinate term *by* the Executive Council with conditions for reinstatement;

- iii. be deregistered and excluded as a member by the General Assembly on a two thirds (2/3) or more majority vote of those in attendance conducted by secret ballot. A member so deregistered and excluded shall still be responsible for outstanding financial obligations.

The member shall be notified of the charge or complaint and be given an opportunity to be heard prior to disciplinary action being taken.

Chapter III

Administration

Article 5 Terms:

The administrative year *shall* commence at the close of the General Assembly. The financial year *shall* commence on the *first (1st)* day of January and end on the *thirty-first (31st)* day of December.

Article 6 Structure:

FICS consists of the following groups:

1. The General Assembly of Members (the General Assembly), which shall have final authority on all matters.
2. The Executive Council, which shall be responsible for direction and administration of the affairs of FICS between meetings of the members in General Assembly.
3. The Administration, which shall provide administration under the direction of the General Assembly and the Executive Council.

Article 7 General Assembly

7.1 Definition:

A General Assembly is a meeting open to attendance by all the members of FICS, and:

1. Only a regularly convened General Assembly has the authority to exercise its powers.
2. A General Assembly may be Ordinary or Extraordinary.

3. A General Assembly may delegate such authority as it deems fit to the Executive Council.

7.2 Powers of the General Assembly

The powers of the General Assembly shall include:

1. adopting or amending the Statues, regulations and directives of FICS;
2. approving the minutes of the previous meeting;
3. all matters related to membership, including admitting and excluding a members;
4. electing the two (2) members at large of the Executive Council;
5. appointing independent auditors;
6. setting and/or approving membership dues, budgets, financial statements and activity reports;
7. approving the reports of NCSCs;
8. any other functions mutually agreed;
9. appointing the location and time for the next Ordinary General Assembly.

7.3 Voting

Each member who has satisfied all its financial obligations towards FICS is entitled to vote on the following basis:

1. Subject to the proxy rights given in paragraphs 1 and 3 below, a delegate may not represent more than one (1) member.
2. Ordinary members have voting rights as defined in Article 3.1 together with the right to carry and exercise proxy votes for up to two (2) other ordinary or associate members.
3. Associate members have voting rights as defined in Article 3.2 together with the right to carry and exercise proxy votes for up to two (2) other associate members.

Voting may be performed by show of hand or by ballot and shall be open unless the statutes require, or the General Assembly agrees, otherwise. All decisions shall be made by a simple majority of votes cast unless otherwise required by these Statutes.

7.4 Election of Members At Large to the Executive Council

Voting for members at large on the Executive Council shall be carried out by secret ballot whenever there is more than one (1) candidate for election for one (1) position. In the event that there is only one (1) candidate for a position the election shall be carried out by acclamation. Newly elected members at large shall take office at the close of the General Assembly.

7.5 Ordinary General Assembly

An Ordinary General Assembly shall be convened by the Executive Council at least once every two (2) years, and:

1. Notice of the meeting shall be sent to all members at least sixty (60) days before the date of the meeting.
2. Any modifications to the Statutes or other agenda items suggested by a member shall be made by a formal written proposal received at least ninety (90) days prior to the meeting unless otherwise agreed by the Executive Council.
3. Other than in exceptional circumstances, no substantive item shall be dealt with which does not appear on the agenda.
4. Meetings shall be conducted in accordance with Roberts Rules of Order, or such other parliamentary procedures deemed appropriate by the General Assembly.
5. The presiding officer shall be the President or, in the absence of the President, the First Vice-President.

7.6 Agenda for Ordinary General Assembly

The agenda shall contain the following items:

1. Opening of the meeting
2. List of those present and apologies
3. Adoption of the agenda
4. President's address
5. Appointment of scrutineers (if applicable)
6. Membership reports

7. Approval of the minutes of the previous meeting
8. Executive Council and Commission reports
9. Financial reports;
10. Statutes modifications (if applicable);
11. Elections (if applicable);
12. Proposals *validly* submitted by members (if applicable)
13. NCSC reports;
14. Date and place of the next meeting
15. Varia (for discussion but no vote).

7.7 Extraordinary General Assembly

An Extraordinary General Assembly may be summoned at the written request of one third (1/3) of the ordinary members on two (2) months notice, or at any time under exceptional circumstances by the Executive Council, and:

1. Any such meeting-shall not replace the Ordinary General Assembly and shall not vote upon any change to the Statutes.
2. The notice of the meeting shall detail the reasons for convening an Extraordinary General Assembly.
3. No business other than that specified in the notice shall be conducted at the meeting.

7.8 Conduct of Meetings

The President shall preside over each General Assembly, whether ordinary or extraordinary, unless he or she is absent, unable or unwilling to preside, in which case the President or the Executive Council shall elect one of the members of the Executive Council to preside as Chairman.

Article 8 The Executive Council and Officers

8.1 Composition

1. The Executive Council shall be comprised of nine (9) representatives of NCSC ordinary members in good standing elected by and representing world regions as follows:
 - Africa - one (1)

- Asia – one (1)
- Eastern Mediterranean – one (1)
- Europe – two (2)
- Latin America – one (1)
- North America – two (2)
- Pacific – one (1)

together with two (2) members at large who may or may not be representatives of ordinary members. The number of members of the Executive Council representing NCSC ordinary members and world regions may be extended depending on the needs of FICS.

2. The following Executive Officers shall be elected by the Executive Council from its members:
 - President
 - First Vice-President
 - Second Vice-President
 - Secretary
 - Chief of Finances

8.2 Eligibility and Term

1. To be eligible to serve on the Executive Council as a regional representative a candidate must be an individual member in good standing of an NCSC ordinary member.
2. To be eligible to serve as an Executive Officer a candidate must have served FICS in some capacity, such as a member of the Executive Council or a commission, for at least one (1) year.
3. Members of the Executive Council are elected for four (4) year term and are eligible for re-election.
4. Executive Officers are elected for a four (4) year term. They are eligible for re-election, provided that each may only be elected to a particular office for a maximum of two (2) consecutive terms.
5. An immediate Past President shall not be eligible to serve as an Executive Officer.

8.3 Nominations for Executive Council Members at Large

1. Recommendations for Executive Council members at large may be made in writing by any voting member at least ninety (90) days before a General Assembly. The Executive Council shall consider these recommendations in deciding upon nominations for these positions.

2. Voting members shall receive at least sixty (60) days' notice of nominations prior to the General Assembly.

8.4 Meetings and Quorum

The Executive Council shall meet in person at least once annually at the call of the President and shall meet at such other times in such manner as the President deems necessary. A quorum shall be at least four (4) members.

8.5 Duties

The duties of the Executive Council, and the Executive Officers acting on its behalf, shall include:

1. Realising the goals of FICS.
2. Managing the affairs and activities of FICS in good faith in accordance with these statutes, established policies, and the directions given by the members in General Assembly.
3. Proposing and acting in accordance with an annual budget.
4. Retaining the services of a Secretary-General, who may or may not be a member of an NCSC ordinary member of FICS on such terms of employment as may be deemed appropriate by the Executive Council. The Secretary-General shall not have a vote at Executive Council meetings unless he or she is a member of the Executive Council.
5. The President and one other Executive Council member shall be the two (2) persons with signing authority for FICS, unless decided otherwise by the Executive Council.

8.6 Voting Rights

Only directors in attendance at meetings of the Executive Council may vote, and proxies shall not be accepted.

8.7 Vacancies and Resignations

If a vacancy occurs on the Executive Council by reason of death, resignation, unfitness to serve or otherwise, the position shall be filled for the balance of the term as follows:

1. With respect to a member of the Executive Council who has been elected as a regional representative, by an individual elected from the relevant region.

2. With respect to a member at large, by an individual appointed by the Executive Council, on the basis that the appointment shall be ratified by the voting members at the next General Assembly.

8.8 Indemnification

Each director and his/her estate, executors and administrators shall, at all times, be indemnified by FICS for any and all costs that may arise from or be related to any proceedings for actions or claim made against him or her for actions taken or not taken in the execution of the duties of his/her office except those occasioned by his/her own wilful neglect or fraud.

8.9 Duties of Officers

1. *The President shall*

:

- Convene Ordinary and Extraordinary General Assemblies;
- Preside as Chair at meetings of the Executive Officers, Executive Council and members in General Assembly;
- Be responsible for the general management and supervision of the activities of FICS.

2. The First Vice-President and the Second Vice-President *shall*:

- perform all specific duties assigned by the President or, should the President so decide, the Executive Council;
- fulfil the duties of the President as may *be* occasioned by temporary absences of the President.

8.10 Commissions

The Executive Council may establish such commissions and other bodies as may be necessary and appropriate to carry out the work of FICS, and the President shall appoint the members of such commissions and other bodies after considering the advice of the Executive Council.

Article 9 Notice

In all matters in which these Statutes require notice to be given to members such notice shall be deemed to be duly given when sent by electronic mail, fax or traditional mail to the last addresses given in writing to FICS by members.

Chapter IV

Finances

Article 10 Membership Dues

Members shall pay annual membership dues as recommended by the Executive Council and approved by the General Assembly. Notice of any proposed increase by more than ten (10) per cent per annum shall be given to voting members *at least* sixty (60) days before the General Assembly.

Article 11 Finances and Liability

1. FICS shall be financially bound, within the limits of the approved budget, by the joint signatories.
2. Ordinary members and associate members shall only be legally and financially liable towards FICS, and towards third parties making a claim against them with respect to the activities of FICS, up to the limit of their annual membership dues.
3. **Deposit of Funds**
 - All monies belonging to FICS shall be deposited in such bank or other financial institution as the Executive Council may decide.
 - All monies belonging to FICS that, in the opinion of the Executive Council, are surplus funds not required for the day-to-day administration of FICS may be invested with such financial institution as it deems reasonable. The members of the Executive Council shall not be responsible for any loss or damage that may be occasioned by reason of such investments made by them in good faith and without wilful neglect.
4. **Expenses**
 - Subject to prior written approval from the Executive Council Executive Officers and Directors and others may be entitled to reimbursement of reasonable expenditures incurred in carrying out the duties of their offices on behalf of FICS.
 - Claims with proper documentation should be submitted within sixty (60) days of incurring these expenses.
 - Expenses that were not properly approved, or that exceed expectations or budget, shall not be reimbursed other than in exceptional circumstances and on the decision of the Executive Council.

Article 12 Audit

There shall be a duly qualified auditor appointed by FICS on an annual basis to audit the accounts and report to the membership on the financial status of the organisation.

Chapter V

Final Provisions

Article 13 Dispute Resolution

1. In all agreements concluded between FICS and third parties relating to sports events and other activities the Executive Council shall endeavour to include a provision referring all disputes to the Court of Arbitration for Sport in Switzerland, unless the Executive Council deems this inappropriate for special reasons in any particular case.
2. Any dispute arising from, or related to, the Statutes, regulations, directives and decisions of FICS and for which there is no competent internal decision making body, will be submitted exclusively to the Court of Arbitration for Sport (CAS) in Lausanne, Switzerland, applying its own procedural rules. Its decisions shall be final.
3. Any appeal against a final and binding decision from any FICS decision making body shall be submitted only to the CAS, to the exclusion of any ordinary court of any country or other tribunal.

Article 14 Interpretation

1. In construing these Statutes all necessary changes of gender and number shall be made as required by each case, and references to individuals or persons shall include organisations and corporations and vice versa.
2. The Executive Council shall have authority for settling any dispute concerning the interpretation and meaning of these Statutes, and in its discretion may decide to seek the advice of the General Assembly before taking the final decision.

Article 15 Modification of the Statutes

1. These Statutes may only be modified by an Ordinary General Assembly or by an Extraordinary General Assembly convened especially for that purpose.
2. Any amendment to the Statutes shall require a majority vote of two thirds (2/3) of the votes cast by voting members present at the meeting.

Article 16 Dissolution

1. The dissolution of FICS shall not be pronounced as long as there are ten (10) ordinary members committed to ensure its continuation.
2. Any assets remaining after dissolution shall, after satisfaction of all debts and liabilities, be applied to the furtherance of any of the goals of FICS as determined by the General Assembly at or before the time of dissolution. If effect cannot be given to the foregoing provisions any remaining assets shall be given to a charitable organisation. Under no circumstances shall they be paid to, or distributed amongst, any or all of the members.
3. If no similar sports chiropractic organization is founded during the ten (10) years following the dissolution of FICS, its archives and any remaining assets shall be donated to the Foundation Pierre de Coubertin.
4. The intended dissolution of FICS shall require an Extraordinary General Assembly at which the proposed dissolution shall be the sole item on the agenda.
5. Dissolution shall require two thirds (2/3) of the votes cast by voting members in attendance.

Article 17 Waiver of Time Limits

All time limits set forth in these Statutes may be waived by the Executive Council or General Assembly where either of them deems this appropriate because of special circumstances, provided that this right of waiver shall not apply to any term limit for Executive Officers and Executive Council members.

Article 18 Enforcement

1. These Statutes supersede all previous Statutes. They have been approved by the General Assembly by written ballot on the day of December 2007 in Lausanne and, therefore, take effect immediately as of this date.
2. The French and English versions represent the true legal Statutes of FICS.

FEDERATION INTERNATIONALE de CHIROPRATIQUE DUE SPORT

President:

Dr. Roland NOIRAT

Vice President:

Dr. Brian Nook