



European Fly Fishing Association (EFFA)

Bylaws

Name and Domicile

Art 1 The organization is called European Fly Fishing Association (EFFA) and is referred to in these bylaws as the Association.

Non-Profit Character

Art 2 The European Fly Fishing Association (EFFA) is a non-profit membership corporation according to Art. 60ff of the Swiss Civil Law. The seat of the Association is located at the place of residence of the President in Switzerland.

Independence

Art 3 The Association is politically independent and neutral regarding all questions of ideology.

I. Purpose of the Association

Art 4 The European Fly Fishing Association (EFFA) wants to:

- a) promote and cultivate fly fishing as the most gentle way to catch fish and preserve nature;
- b) be Europe's voice for organized fly fishing;
- c) improve and facilitate the knowledge of fly fishing;
- d) educate fly fishers about the sensitiveness of the ecosystem of our prime waters and our responsibility as users of nature's resources to ensure that this knowledge spreads among all fly fishers;
- e) enhance the level of education of fly casting instructors and guides to make sure that a high standard in fly casting as well as best knowledge about all different areas of fly fishing and proper handling of fish is provided;
- f) support endangered fisheries and conservation projects;
- g) advocate communication between fly fishers and affiliated fly fishing organizations to make sure that their interests will be supported on an international basis;
- h) continuously keep its members informed about current developments of interest in the area of fly fishing.

II. Membership and Dues

- Art 5 The Managing Board determines various categories of membership and the corresponding dues as well as the dunning amounts and deadlines.
- Art 6 The dues have to be paid annually unless the Managing Board determines otherwise.
- Art 7 The membership is not restricted as long as the Association's interests and objectives are supported.
- Art 8 The Managing Board can expel a member for an important reason through a decision with simple majority.
- Art 9 Members who withdraw are liable for owing annual membership dues.
- Art 10 The membership can be acquired by
a) a Managing Board decision and payment of the membership dues or
b) being elected as an honorary member.
- Art 11 The membership terminates by
a) delivering a withdrawal or
b) being expelled.
- Art 12 The fiscal year ends every year on December 31st.

III. Organisation

The organs of EFFA

- Art 13 The organs of EFFA are the:
a) General Assembly
b) Delegate Assembly
c) Managing Board
d) Advisory Board
e) Financial Controllers
f) Departments

The General Assembly (GA)

- Art 14 1.) The task of the GA is to elect delegates and to facilitate a democratic participation for each member.
- 2.) The GA takes place every 3 years in the first part of the year. The GA takes place as a virtual meeting at which votings are held in particular via Doodle.
- 3.) Every member has got one vote. The date of reference is December 31st of the year before. The right to vote in the GA is personal and not transferable.

- Art 15
- 1.) All members of the Association with place of residence in a country elect the delegate(s) of this country (according to Art 15.3) for the Delegate Assembly (DA), whether or not they are members of any country organization.
 - 2.) Each member has got one vote and can only elect a delegate who lives in the same country of residence. The place of residence known to the Association is decisive. If a member has several places of residence, the one announced to the Association is decisive.
 - 3.) The number of delegates of a country is determined by the following key in which the number of members at the last date of reference December 31st is decisive.
 - 3 to 14 members: 1 delegate
 - 15 members and more: 2 delegates
 - 4.) For countries with 1 or 2 residing members, a common pool is established and treated in the same way as a country according to Art 15.3 for the voting.
 - 5.) If there is only 1 member who is willing to act as a delegate in a country that is entitled to 2 delegates according to Art 15.3, the elected delegate of this country has 2 votes in the Delegate Assembly.
 - 6.) If in a country, no member obtains a majority of votes in the delegate voting or no member is willing to act as a delegate, this country is also considered in the common pool according to Art 15.4.
 - 7.) The GA has no other duties, except if mandatory rules foresee otherwise.
- Art 16
- The duty of the delegates is to represent the members of their country in the Delegate Assembly (DA). Moreover they act as contact persons for the Managing Board and as communicators in their respective countries.
- Art 17
- 1.) The DA takes place at least every 3 years. The DA may take place as a virtual meeting at which votings are held in particular via Doodle or similar means.
 - 2.) All delegates elected in the GA participate in the DA.
 - 3.) The right to vote can be transferred by procuration, but a delegate cannot combine more than 3 votes including his or her own. The corresponding procuration has to be sent at least 48 hours in advance by the authorising delegate to the Managing Board via the President.
- Art 18
- Duties of the DA
- a) Acceptance of the activity reports of the Managing Board;
 - b) Appointment of the members of the Managing Board for 3 years;
 - c) Acceptance of the balancing of accounts and discharge of the Managing Board;
 - d) Appointment of two financial controllers if possible among the members of the Association for a period of 3 years;
 - e) Changes of the bylaws with a majority of two thirds (2/3) of the valid votes;
 - f) Definition of the expense allowances of the members of the Managing Board;
 - g) Decision regarding the dissolution of the Association according to Art 57 ZGB (cf Art 45).

The Managing Board

- Art 19
- 1.) The Managing Board consists of a President, a Vice-President, a Secretary, a Treasurer and a Membership Secretary. The members of the Managing Board have to be members of the Association.
 - 2.) Two members of the Managing Board together are entitled to represent the Association and to conclude contracts. One of these two has to be the President. In case of his prevention the Vice-President takes his place.
 - 3.) The majority of valid votes decide. The taking of a decision via modern means of communication (for example email, Skype, Doodle or similar) has to be preferred.
 - 4.) The Secretary or another member drafts minutes of the Board Meetings which have to be made available for the members of the Advisory Board.
 - 5.) The Managing Board constitutes a quorum if at least 3 members are present or if 3 votes are represented and one present member is the President or the Vice-President.
 - 6.) The right to vote is transferable in written form, however each member may only represent one further vote apart from his own. The procuration has to be presented to the Managing Board via the President at the meeting.
 - 7.) In case of equality of votes in the Managing Board, the President has a decisive vote. In the absence of the President, the Vice-President has a decisive vote. The right of a decisive vote is not transferable.
 - 8.) Decision regarding the dissolution of the Association according to Art 57 ZGB (cf Art 45).

The Managing Board

- Art 20
- The Managing Board
- a) conducts the business of the Association;
 - b) meets at least four times a year;
 - c) prepares a financial report for each business year and makes it available to the Advisory Board;
 - d) takes the measures according to Art 5 and Art 6;
 - e) decides about the use of membership dues;
 - f) can exempt certain members from paying their membership dues for special achievements;
 - g) decides about proposals and suggestions of the Advisory Board;
 - h) decides about possible affiliations with other clubs or associations;
 - i) decides about sanctions, suspensions or expulsion of members;
 - j) honours members for special merits for the Association;
 - k) honours outstanding personalities of the world of fly fishing with EFFA awards.

Members of the Managing Board

The President

- Art 21 The President
- a) represents the organization outwards;
 - b) calls and directs the meetings of the Managing Board;
 - c) prepares the annual activity report for the attention of the Advisory Board, presents it and puts it up for discussion;
 - d) determines the results of elections and decisions in the Managing Board;
 - e) decides with his vote after a voting in the Managing Board has been even;
 - f) keeps regular contact to EFFA-Affiliates and other fly fishing clubs in Europe;
 - g) controls the PR work to see if it corresponds with the Association's intentions (authorisation);
 - h) keeps an eye on the web presence to make it is always up-to-date.

The Vice-President

- Art 22 The Vice-President
- a) acts for the president if he is not available;
 - b) assists the president in all his duties.

The Secretary

- Art 23 The Secretary
- a) keeps the minutes at the meetings of the Managing Board;
 - b) has to archive the minutes of the meetings of the Managing Board;
 - c) watches compliance with the bylaws in general and in meetings or internal discussions;
 - d) takes care about further jobs he might get on demand (e.g. organization of certain events, ...).

The Membership Secretary

- Art 24 The Membership Secretary
- a) manages the member list on the website carefully;
 - b) holds a similar Excel file with the addresses of all members;
 - c) coordinates membership promotion;
 - d) allows members of the Managing Board and the Delegate Assembly on request and at any time to look at the accounting of the membership dues;
 - e) coordinates the administration of the membership dues with the Treasurer;
 - f) keeps the Managing Board always up-to-date what the amount of members of the Association is concerned.

The Treasurer

- Art 25 The Treasurer
- a) is responsible with the Board for the Association's funds and moneys and manages them with care, dutifully and in all conscience;
 - b) administers the EFFA accounts and presents an annual cash report to the Managing Board;
 - c) prepares the annual financial budget of EFFA;
 - d) allows members of the Managing Board and of the Advisory Board to look at the Association's finances on request at any time.

The Advisory Board

- Art 26
1. The Advisory Board consists of one representative per country, corresponding to the delegate or one of the two delegates of this country, as well as the Head of every Department or a deputy named by the Head of the Department if he or she is not available. The Managing Board has the possibility to appoint further advisors to the Advisory Board.
 2. Independently of the regular Managing Board meetings, the Managing Board holds four meetings per year with the Advisory Board.
 3. The duty of the Advisory Board is to give advice to the Managing Board and to incorporate the interests of the countries and Departments into the work of the Managing Board.

The Financial Controllers

- Art 27
- 1.) Two Financial Controllers are elected by the Delegate Assembly for a period of 3 years. One re-election is possible.
 - 2.) The Financial Controllers are responsible for the continuous control of the business and for checking the balance of the accounts once a year; if required, insight into the minutes of the Managing Board meetings is granted.
 - 3.) They have to inform the Advisory Board about the result of their inspection.

The Advisory Board

- Art 28
- 1.) All members with residence in a certain country form the corresponding loose organization of this country under the roof of EFFA.
 - 2.) The representatives represent the members of their country as elected delegates (according to Art 16) in the Delegate Assembly or the Advisory Board .
 - 3.) These delegates are responsible for the coordination of the country organization, in particular for organizing events in the country for strengthening the team spirit of the members and their mutual support. The country organizations are asked to organize in turn the Annual EFFA Meetings.
 - 4.) It is also the duty of the country organisation to bother for new members in the corresponding country.

The EFFA Departments

- Art 29
- The EFFA Departments consist of the:
- a) Fly Casting Department
 - b) Fly Fishing Department
 - c) Fly Tying Department
 - d) Conservation Department

The Fly Casting Department

Art 30

The Fly Casting Department

- a) elects a chairman out of its members;
- b) decides about changes of the internal structure of the department;
- c) evaluates and if necessary adapts the instructor certification programme;
- d) organizes instructor certifications and coordinates fly casting demos at fairs and other relevant events;
- e) decides about the award or deprivation of the status of instructor;
- f) can elect instructors with a special achievement in the Fly Casting Advisory Board;
- g) decides about the partnership with other fly casting instructor programs;
- h) controls and optimizes its web presence by supporting the webmaster with articles;
- i) writes an annual report for the attention of the Managing Board;
- j) The Fly Casting Advisory Board can be invited to participate in decisions by the department;
- k) drafts an instructor codex that has to be adopted by the Managing Board.

The Fly Fishing Department

Art 31

The Fly Fishing Department

- a) elects a chairman out of its members;
- b) decides about changes of the internal structure of the department;
- c) evaluates and if necessary adapts the guide programme;
- d) decides about the admission and exclusion of guides;
- e) controls and optimizes its web presence by supporting the webmaster with articles;
- f) provides an annual report for the attention of the Managing Board.

The Fly Tying Department

Art 32

The Fly Tying Department

- a) elects a chairman out of its members;
- b) decides about changes of the internal structure of the department;
- c) organizes and coordinates fly tying demos at fairs and other relevant events as well as special events or competitions in their area;
- d) controls and optimizes its web presence by supporting the webmaster with articles;
- e) provides an annual report for the attention of the Managing Board.

The Conservation Department

Art 33

The Conservation Department

- a) elects a chairman out of its members;
- b) decides about changes of the internal structure of the department;
- c) tries to raise funds for supporting conservation projects;
- d) makes fly fishers aware of problems with our waters;
- e) decides which conservation projects will be supported by EFFA and proposes them to the Managing Board;
- f) controls and optimizes its web presence by supporting the webmaster with articles;
- g) provides an annual report for the attention of the Managing Board.

Art 34

All departments have the same rights. They are indisputable in terms of personnel or specific knowledge pertaining to the specific areas. They have no reason to fear restrictions from the trustees unless Art 36 applies.

Art 35 The departments elect, on a 3-year basis, members from the department as chairperson/s under observation of the statutes and directions of the trustees concerning corporate identity of the EFFA.

Art 36 The trustees can remove the aforementioned chairperson/s if that person does not or to a lesser degree observe the goals and activity of the department. Further the trustees can remove or oust out any member of the department if the aforementioned statutes are not or to a lesser degree observed. If there is no chairperson/s the trustees can appoint a member of the trustees as an interim chair until an appropriate person is found / appointed. If there is a suitable but non-elected Chairperson/s candidate, that person can assume the role of chairperson/s until the next election in the role of vice chair. The responsibility for any of the aforementioned actions is and shall remain, until an election can be correctly carried out, by the trustees.

Art 37 The departments of the EFFA consist of not more than two representatives per constituency As outlined in Art 15. In exceptional circumstances the representatives can involve further members in an advisory position.

EFFA Partner Organizations

Art 38 Every association of fly fishers that is not part of a national EFFA organization can be affiliated as an EFFA partner organization.

1. Associations have to apply for membership with the Managing Board which can accept the application in form of an affiliation agreement to be signed.
2. EFFA affiliated members are allowed to use the EFFA logos and trademarks intended for them until revocation and only in line with the purpose of the Association.
3. EFFA affiliated members pay reduced membership dues. They have no direct right to vote.
4. EFFA affiliates should represent EFFA interests.
5. Affiliations with EFFA are also possible for clubs and associations from outside Europe.

Honorary Members

Art 39 An honorary member is a person who is well known for his/her outstanding abilities/work in one of the fields of activity of EFFA or for his/her extraordinary promotion of fly fishing. He/she does not have to pay any membership dues.

IV. Finances

Art 40 The funds of EFFA are generated from:

- a) the membership fees;
- b) the fees for certifications;
- c) the renewal fees for instructors and guides;
- d) gratuitous grants, auctions, donations and legates;
- e) the interests of the Association's fortune.

Art 41 Exclusively the Association's fortune is liable for the obligations of the Association. Personal liabilities of the members or the duty to pay additional personal money is impossible.

Art 42 Dispute Resolution Service

1. The internal Dispute Resolution Service (DRS) of the Association finalizes
a) appeals against decisions according to Art 20 Z 8;
b) all internal differences whose amicable settlement is not possible any other way.

2. The DRS consists of five ordinary members of the Association from at least three different countries. It is formed in such a way that each party of a dispute names within fourteen days and in written form two members from two different countries as conciliators. These four conciliators elect as soon as possible and by a majority vote a fifth member of the Association as chairman of the DRS. The chairman of the DRS must not reside in the country/countries of the parties of the dispute (Art 15). In case of an equality of votes a conciliator and chairman of the DRS is chosen by lot by the conciliators under supervision of the Managing Board among all members of the Association who would agree to become a member of the DRS. These members need to be members of the Association for at least two years.

3. The DRS decides by a simple majority vote in the presence of all its five members.

4. The DRS decides in all conscience. Internal decisions of the DRS are final.

V. Dissolution of the Association

Art 43 The European Fly Fishing Association (EFFA) will be dissolved as soon as the Managing Board and the Delegate Assembly agree to the dissolution with a qualified majority of three quarters of the total votes. The Managing Board then decides about the use of the association's fortune. It should preferentially be spent on conservation projects.

These bylaws replace those from 1. February 2012 and are put into 1. January 2017.

President



Daniele Di Fronzo

Vice-President



Peter Henggeler