



Edition 2
Book 1

The WDFPF
Executive Committee and
Constitution

CONSTITUTION AND BYLAWS

Foundation of the WDFPF

The founders are listed below with the registered residences at the time of the foundation of the WDFPF in Belgium.

Wilhelm Backelant, 02/04/1963, as President
 Neil Thomas, 22/02/1972, as Vice-President
 Yulia Segal, 18/04/1963 as General Secretary
 Ann Thomas, 01/04/1979, as Treasurer

On 01.06.2015 it was agreed to establish a non-profit organisation in accordance with Belgium Law of June 27, 1921 concerning the associations whose statutes are listed in the following pages.¹

All aspects of delivery, debate or procedural requirements default to Belgium Law under all circumstances.

Name, Location, Duration and Aims

Article

1

1. The Association bears the name "World Drug Free Powerlifting Federation", abbreviated "WDFPF" for the rest of the document.

2. This name must appear on all documents, invoices, announcements, publications, letters, orders and other documents issued by the association, immediately preceded or followed by the words "non-profit" or the abbreviation "NPO", with precise location of the seat. **(NPO, also known as a non-business entity)**

Article 2

1. The seat of the association is located at Winkelstap 25, 2900 Schoten, located in the judicial district of Antwerp.

2. The Board of Directors, also known as the Executive Committee, has the power to move the headquarters as required within Dutch-speaking region along with the necessary disclosure requirements.

Article 3

1. The association is established for an unlimited period.

Article 4

The aims of the WDFPF are:

1. To promote and encourage the art and science of Powerlifting to the acquisition or improvement of physical health and development, and as a form of competitive sport.

¹ This was required on the transfer of the registered address of the WDFPF from Germany to Belgium

2. To actively discourage and outlaw the use of drugs as an aid to competitive performance or as an aid to physical development or performance.
3. To promote Powerlifting competitions of all description and make awards as are customary in amateur sport for such competitions. To draw up rules (By-Laws) governing the performance of Powerlifting.
4. To train and instruct referees for Powerlifting competitions. To award diplomas and certificates to certify the proficiency of such referees and to maintain a register of such referees.
5. To train and instruct teachers, instructors and coaches in Powerlifting and weightlifting for physical training and competition in conjunction with external training providers as required meeting current regulations and legal criteria of the day.
6. To conduct courses and classes of instruction in Powerlifting and all forms of weight training and to print, publish, issue and circulate such papers, periodicals, books, circulars and other literary undertakings for these or any other purposes as may seem conducive to any of the aims of the Federation.
7. To purchase, manufacture, sell and otherwise deal in apparatus and appliances required for or suitable for use with the practice of weight lifting of every description.
8. The WDFPF's emblem and seal shall have inscribed thereon the name of the Association and shall be in any form as may be approved from time to time by the WDFPF.
9. While maintaining the party's political, religious and ethical neutrality of the association seeks to achieve this objective by:

The organization of sports exercises, the organization of national and international championships, as well as other sporting events at home and abroad. These include the organisation of:

World Championships Powerlifting Unequipped (Un) & Equipped (Eq)

World Championships Single Lift disciplines: Squat - Bench -Deadlift: Un & Eq

Continental Championships Powerlifting Un & Eq

Continental Single Lift disciplines: Squat - Bench -Deadlift: Un & Eq
10. Each additional international competition under the title of WDFPF will require approval of the Board of Directors. This requires the fulfillment of the minimum requirements, as determined by the Board in accordance with the regulations and the application of the association. The details of the application procedure and competition rules for the organisers are contained within the WDFPF Rules for holding events and participation.
11. Media may only be conducted on behalf of the WDFPF by the Board of Directors of those given express permission to do so. Any activity outside of this permission is done without consent of the WDFPF. Communications are via the press, radio, television, internet, clubs and associations. In addition, the association can undertake all activities that contribute directly or indirectly to the realization of the aforementioned non-profit purposes, including ancillary commercial and profitable activities within the limits of what is legally permissible

and which revenues always will be entirely dedicated to the achievement of the objectives of the association.

The Members and Fixed or Acceding Members of the Board of Directors

Article 5

1. The Board of Directors will have at least four members. The founders are the first effective members of the association. In terms of application to become a Director the WDFPF recognises only members. Any member may stand for election to the Board of Directors provided:

- a. Life time drug and doping free. This means any unauthorised use of banned substances of the WADA Code regardless of the time when the offence/failure or admission occurred and in any sport, will generate a lifetime exclusion from the association.
- b. They comply with the objectives of the association
- c. They may be from any country which must have single status membership only in terms of other federations, in that a Nation may only be a member of the WDFPF and none other.
- d. All details are respected in accordance with the sporting regulations of the association.
- e. Be at least 21 years of age

2. The prospective applicant to sit on the Board of directors must submit their application to the Secretary of the Board of Directors. This is done in writing on a special application form provided by mail from the Secretary. For legal entities, a copy of the statutes, proof of non-profit as well as a list of addresses of the board members should be enclosed. Where an individual is designated a Minor in their resident Nation, Minors require the signature of their legal representatives. All applications should be supported by the individual's member Nation

3. The Board of Directors will decide on the suitability of the candidate to become an active member of the Board of Directors. It may decide that a candidate is not acceptable as a working member and in such instances, are NOT obliged to provide reason other than it is not in the interest of the association and its aims to admit the potential candidate for selection to one of the posts.

4. All decisions regarding admission, resignation or exclusion of the working members by the Board of Directors will be registered within eight days of becoming aware of (the implementation of) the decision.

Article 6

1. Any eligible person or organisation that supports the objectives of the association, may submit a written application to the association to become a permanent and or acceded Member. The Board of Directors may exercise its own discretion and without further explanation that a candidate is not accepted as a permanent or acceded Member as in Article 5.3.

Article 7

1. Active members of the Board of Directors may at any time withdraw from the WDFPF by a formal letter addressed to Secretary of the Board. This can be done via registered mail or electronic notification. Following the submission of resignation, the

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said board member agrees to serve a 90-day notice period from the date of submission.

2. National Affiliates may withdraw at any time from the WDFPF by means of oral or written message. The resignation will be registered and be effective 30 days after submission. The WDFPF reserves the right to keep all fees paid for full membership years despite resignation.

Article 8

The WDFPF executive may at any point implement rules to supplement the good order of the WDFPF, supplement Drugs Policy, and improve competition or any other rule change without the requirement to vote upon the item until the next WDFPF Congress.

Article 9

1. If a Board member acts contrary to the purposes and the bylaws of the association, they may, at the discretion of the Board or on application of at least one fifth of the National Affiliates be subject to exclusion from the WDFPF.

2. The Working Member whose exclusion is proposed by the Board of Directors has the right to appeal. The appeal must be delivered in writing within one month after public notice of exclusion. After this month, the exclusion is final. The General Assembly will consider the appeal of the excluded member which will decide by a majority of two thirds of the members present or represented. The decision of the Assembly shall be given in writing to the member concerned. The decision of the General Meeting is final and has no right of appeal.

3. National Affiliates who act contrary to the objectives of the association may by unilateral decision of the Board of Directors be excluded from membership in whole or part.

Article 10

1. No Member of the Board of Directors or Affiliate Nation can declare any claim or dispose the assets of the association by virtue of being a Member. This prohibiting of rights to assets applies at all times: during the membership, upon termination of membership for whatever reason or the dissolution of the association.

General Assembly

Article 11

1. The General Assembly consists of the Board of Directors. All members have equal voting rights. Each Member has one vote only per item.

Article 12

1. Individuals other than the Board members may attend the General Meeting. They may address the General Assembly only with the approval of the President.

Article 13

1. The following exclusive powers can only be exercised by the Board of Directors:
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- a. The amendment of the statutes;
- b. The appointment and dismissal of directors;
- c. The appointment and dismissal of the auditor and determine their remuneration;
- d. Discharge of the directors and the auditors;
- e. The approval of the budget and the accounts;
- f. The dissolution of the association;
- g. The exclusion of a member Nation or individual;
- h. The transformation of the association into a company with a social purpose.
- i. Other matters as set out in the bylaws and in the interests of the association without notice other than within the assembly.

Article 14

1. The Annual Congress will be held in November at the registered office or suitable location that will be annotated in the calling in notice. The Calling in Notice will be at least one month prior to the date of the Congress and sent to all Affiliate Member Nations.
2. The meetings shall be convened by the Board of Directors. Detailed on the Calling in Notice will be a draft agenda. Items may only to be added to the agenda if agreed by at least two directors. Any aspect presented during Any Other business does not need to be voted on at the time and may generate more information required and be subject to a Postal Ballot after the congress.
3. Extraordinary General Meeting (EGM) may be convened by the Chairman of the Board of Directors and on the request of at least 1/5 of all Active National Affiliate members. The invitation will be at least 14 days prior to the date of the EGM.

Article 15

1. In order to deliberate on any presented motion there must be at least 1/3 of the Board of Directors and at least 1/5 of the National Affiliate members represented. Decisions are taken by simple majority vote of the members present or represented, except when law or the articles of association require/allow otherwise.
2. The amendment of the articles within the constitution requires a quorum of two thirds of the National Affiliate members present or represented. In the event that at the first meeting less than two thirds of the members present or represented, a second meeting may be convened which may validly deliberate and take decisions, including changes to the majorities defined below, regardless of the number of members present or represented. The second meeting may not be held within 15 days following the first meeting. The decision is deemed to be accepted if it is approved by two thirds of the votes of the present or represented members. When the amendment concerns the purpose or purposes for which the association was founded, it requires a majority of 4/5 of the votes of the present or represented members.
3. National Affiliate members who are unable to attend the meeting may be represented by a nominated proxy or by written submission
4. A member of the Board of Directors can only hold one proxy.

5. Voting may be by roll call, by show of hands or, if requested by at least one third of the National Affiliate members present or represented, by secret ballot.

6. In a tied vote the President may cast the deciding vote. Vice-President in their absence.

7. Minutes will be produced and kept in a minute book which will be available for inspection by the National Affiliate members who will practice their right in accordance with Article 9 of the Royal Decree of June 26, 2003 established modalities.

The Board of the Association

Article 16

1. The Association is governed by a Board of Directors composed of at least four (4) directors, who may or may not be members of the associations affiliate members. The number of directors must be less in any case than the number of National Affiliate members of the association.

2. The Directors are appointed by a General Meeting by a simple majority vote of the members present and represented for a term of four years. Their mandate ends at the close of the annual meeting. Directors may be reappointed for consecutive periods as required with no limitations. The Board of directors retains ultimate control of the Board and may veto any applicants to replace Board members if applicants do not meet the required criteria to be a Board member or are considered unable to fulfill the role appropriately. The current standing Board of directors will consider all applications for board members at the end of each term and may veto as it sees fit nominations from the congress in order to support the aims and running of the WDFPF.

3. The Board of Directors elects among its members a President, Vice-President, Secretary and Treasurer, indicated as the due order of seniority, to carry out the tasks associated with this function as specified in this Statute and on the occasion of their election.

4. The Directors may at any time be dismissed by the General Assembly taking decisions which, by simple majority vote of the Board of Directors present or represented. Each member of the Board of Directors may resign by giving written notice to the Chairman of the Board of Directors. A director must, after their resignation, fulfill their role a replacement has been nominated.

5. The directors exercise their mandate without remuneration unless provided by the Board of Directors. The expenses incurred are reimbursed in connection with the exercise of their mandate. As all aspects as undertaken on behalf of the WDFPF a set fee for reimbursement is set at a maximum of 500 Euros. Expenses must be for undertaking WDFPF business and set against invoices or receipts. It is paid retrospectively only, and maybe at any point during the financial Year on submission of expenses.

Article 17

1. The Board of Directors shall meet as often as the interests of the association require.
2. The Executive Council is chaired by the President or, in his absence, by the senior of the director's present, see Article 16.3. The meeting is held at the headquarters of the association or in any other place in Belgium or as designated in the notice. They also can also take place by telephone/Skype/VT or any other suitable group call means as technology progresses.
3. The Board of Directors may only deliberate and decide if at least a majority of its members are present at the meeting. Decisions are taken by simple majority vote of the members present. In a tie vote, the chairman or the director chairing the meeting has the casting vote.
4. Minutes will be drawn up and signed by all director's present. These are kept in a minute book which will be available for inspection by the National Affiliate Members will exercise their right of access pursuant to Article 9 of the Royal Decree of June 26, 2003 recorded modaliteiten³⁹. In a conference call, the minutes will be drawn up and submitted for signature at the next meeting.
5. In exceptional cases, when the urgency and the importance of the association so require, the decisions of the Board of Directors can be taken by unanimous written agreement of the directors. This requires that beforehand they are in unanimous agreement to proceed to written decision. Written decision supposes in any case that a discussion took place by e-mail, video or telephone conference.

Article 18

1. If a director directly or indirectly, has a conflict of interest with a decision or transaction that falls within the competence of the Board of Directors, they must declare to the other directors prior to the Board of Directors taking a decision.
2. The individual with the declared conflict of interests, must leave the meeting for the declared agenda item and is automatically abstained from the voting on the matter to which it relates.

Article 19

1. The Board of Directors is empowered to perform all internal management which are necessary or useful to achieve the purpose of the association, except for those acts for which Article 4 V & S-law, the General Assembly has exclusive jurisdiction.
2. Without prejudice to the obligations arising out of collegial governance, especially consultation and monitoring, administrators can divide the management tasks among themselves. This division of tasks cannot be invoked against third parties, even after they are made public. Non-compliance makes the director in question in breach of their obligations and as such may make their position as a director unattainable.
3. The Board of Directors may delegate part of its management powers to one or more third-party non-directors, this delegation must not relate to the general policy of the association or the general administrative authority of the Board of Directors.

4. The directors cannot delegate tasks without permission from the Executive Committee for actions or decisions that may have serious future commitments to the association.

Article 20

1. The Board of Directors represents the association as a body in all activities in and out of court. They represent the association by the actions of the majority of its members.

2. Without prejudice to the general powers of the Board of Directors as a body, on behalf of the association in and out of court may also be represented by a nominated board member who can act alone.

3. Restrictions on the general power of representation may not be invoked against third parties, even after they are made public. Non-compliance does bring the internal liability of the relevant representatives under jeopardy.

4. The Board of Directors or the directors representing the association may appoint proxies for the association. Only special and limited powers for certain or for a series of specific legal acts are permitted. The proxies legally bind the association within the limits of the powers granted to the boundaries of which they have been enforceable against third parties in accordance with what is listed or authorised on the mandate.

Article 21

The appointment of the members of the Board of Directors and the persons authorised to represent the association and their dismissal is published through a deposition in the association file at the registry of the commercial court, and by publication in the Annexes to the Belgian Official Gazette. Those documents must prove in each case that the persons representing the association, the association individually, collectively, or connect as well as the extent of their powers.

Article 22

1. The executive board of the association internally as well as external representation concerning the daily management can by the Board of Directors OR Assembly be entrusted to one or more persons.

2. As regards both internal executive and the external representation of the executive committee, the executive director (President) will act solely as the elected representative of the association.

3. The Board of Directors may undertake financial activities in support of the WDFPF at all times to a value of 20,000 Euros. Any transaction above this must have the agreement of the national affiliate members.

4. In the absence of legal definition of what the "daily management" includes, this become acts of daily management and includes all actions that must be performed routinely to ensure the normal course of business of the association and which, either because of their minor importance, either because of the necessity to take a prompt decision, the actions of the Board of Directors do not require to make public or obtain a majority decision to act.

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5. The appointment of the persons responsible for the daily management or their dismissal is published through a deposition in the association file at the registry of the commercial court and publication in the Annexes to the Belgian Official Gazette. Those documents must identify in each case that the persons representing the association in daily management, the association individually, collectively, or connections the extent of their powers.

Article 23

1. The Board of Directors Drivers is not personally liable for the commitments of the WDFPF where the assets of the WDFPF remain the only aspect for liability.

Article 24

1. As long as the association for the last financial year does not exceed the thresholds set out in Article 17, § 5 V & S-law, the association is not required to appoint an auditor.

2. Once the association exceeds the thresholds, monitoring the financial situation, on the annual accounts and the regularity of giving the operations herein again in accordance with the Royal Decree of December 19 200 360, assigned to a commissioner, appointed by the general meeting from the members of the Institute of Auditors in accordance with the statutory provisions.

Article 25

1. The association will be funded in part by subsidies, grants, donations, contributions, gifts, legacies and other amenities in last wills and testaments, given both to support the general aims of the association as to support a specific project.

2. In addition, the association can raise funds in any other way that does not conflict with law.

3. National Affiliate Members who have not paid their membership fee for the current year, by Annual General Meeting (Congress see Article 14) can be considered to have resigned their affiliation. This is currently set at 100 Euros (Nov16)

4. Annual contributions shall be determined in EUR and must be paid by the end of January of the membership year paid for at the last congress. This is calculated as 1 Euro per member of the affiliate Nation. The Board of Directors annually determines the contributions due by the permanent members. Resigned acting or acceded National Affiliate Members will, however, be required to pay the membership contribution and complete the financial obligation in the costs that have been approved for the year in which their resignation is submitted.

Financial Year and General Meeting Forecast

Article 26

1. The WDFPF financial year begins on January 1 and ends on December 31 of each calendar year.

2. The accounts are kept in accordance with Article 17 V & S Act and the applicable implementing regulations.
3. The annual accounts are filed in the file kept in the registry of the commercial court in accordance with Article 26novies V & S Act. Where applicable, the annual accounts are filed with the National Bank in accordance with article 17, § 6 V & S Act and their implementing acts.
4. The Board of Directors submits the annual accounts for the previous financial year and a budget proposal for approval to the Congress.

Article 27

1. The General Assembly will be convened to discuss proposals regarding the dissolution submitted by the Board of Directors or by at least 1/4 of all members. The convocation and agenda must take place in accordance with article 15 of these statutes.
2. The deliberations and decision on the dissolution respects the quorum and the majority of the purpose clause as stipulated in Article 16 of this Constitution. From the decision to dissolve the association always mentions that it is "NPO in liquidation" in accordance with Article 23 V & S Act.
3. If the proposal for dissolution is approved, the General Assembly will appoint one or more liquidator (s) to which they will define the mission.
4. In the event of liquidation, the extraordinary General Meeting on the appropriation of the assets of the NPO. However, assets may only go to another NPO or designated charity as decided on dissolution. Assets of the association may NOT benefit one particular individual personally.
5. All decisions concerning the dissolution, liquidation conditions, the appointment and resignation of the liquidators, the conclusion of the liquidation and the destination of the asset are lodged and published in the Annexes to the Belgian Official Gazette in accordance with Article 23 and 26novies of the V & S Act and its operational decisions.

On Foundation of the WDFPF

Article 28

Composition of the first Board of Directors, Chief Executive Officer

The founding members appoint as director for a period of four years:
to:

Chairman: Backelant Wilhelm, 63/04/02
Vice-Chairman: Neil Thomas, 02/22/1972
Secretary-General: Yulia Segal, 04/18/1963
Treasurer: Ann Thomas, 01/04/1979

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Transitional provisions:

The first year of the association runs from its creation being June 1, 2015 until December 31, 2015.

Thus appropriately approved by the Extraordinary General Meeting on June 1, 2015 in five copies, one of which is kept at the registered office of the association and the other of which is filed with the Clerk of the Commercial Court in Antwerp