

ARTICLES OF FEDERATION

I. LEGAL FORM OF THE FEDERATION

Article 1

a) The "Southeast Asia Climbing Federation (SEACF), founded at Jakarta on 11 November, 1996, is the southeast asian federation of mountaineering and climbing organisations. It functions in accordance with these Articles of Association.

b) These Articles are supplemented by Standing Rules, which are appended hereto and may have appropriate references within these Articles.

II. SEAT

Article 2

The seat of the SEACF is in Jakarta, Indonesia.

III. PURPOSES AND TASKS

Article 3

a) The SEACF encourages, develops and supports the practice of all forms of mountaineering and climbing in the southeast asia field. It seeks solutions to all fundamental problems of international importance and is committed to provide leadership to the region mountaineering community on all matters of common international concern.

b) The SEACF seeks durable relations with its associated member federation and their leading personalities in the spirit of friendly and close co-operation. It fosters this aim by encouraging meetings and activities, by stimulating understanding between mountaineers and climbers of all nations and by promoting knowledge concerning mountaineering and its related activities. It urges its member associations to extend to the members of other member associations the benefits granted to their own members according to the principle of reciprocity.

c) The SEACF seeks to safeguard and secure access and responsible use of all mountain areas and promotes awareness of, and respect for, the environment among all users of mountain terrain. It encourages and promotes safety in all aspects of climbing and mountaineering.

d) The SEACF supports and governs on an regional level those competitions and mountaineering sports which are recognised by decision of its General Assembly. It represents those sports within other regional organisations, including the Southeast Asia Sports Federation.

IV. OPERATING PRINCIPLES

Article 4

a) All activities of the SEACF are independent of any political or governmental influence and are conducted without financial gain.

b) The SEACF shall not interfere in the internal matters of its member associations.

c) The SEACF shall not undertake any activity which is more effectively done by its member associations.

V. MEMBERS

Article 5

The SEACF has the following members:

a) **Members with voting rights**

Only one mountaineering or climbing association or federation in each country of the Southeast Asia region can become a member of the SEACF (in accordance with Article 11 b).

c) Honorary members

Persons of particular merit to the SEACF may be elected as honorary members. They have no right to vote.

Article 6

Statutes and activities of member associations may not contradict the Articles of Association and the activity of the SEACF. The Standing Rules may state further criteria for admission to membership.

Article 7

Obligations of Members

The members of the SEACF have the following obligations:

- a) All member associations shall comply with these Articles of Association and are obliged to comply with appropriate resolutions adopted by the SEACF bodies.
- b) The members agree to respect their mutual autonomy and in no way to harm the development of the other members. This obligation has to be strictly observed by foreign sections as well as by their parent association. In particular, the members cannot found sections abroad without the explicit permission of the national association representing the concerned country within the SEACF.
- c) All member associations shall pay their annual membership fees in full within the term set by Art. 22 b) of these Articles of Association.
- d) The annual membership fee is 200 Singapore dollar, the fee maybe revised from time to time.

VI. BODIES

Article 8

The SEACF functions through four bodies, each with separately defined powers and duties:

- General Assembly
- Council
- Board
- Auditors

VII. GENERAL ASSEMBLY

Article 9

- a) The General Assembly is the supreme body of the SEACF. It convenes every year. Organisation of the General Assembly shall be entrusted alternately to one of the member associations.
- b) Every member association is entitled to be represented at the General Assembly.
- c) The calling notice must be sent to all member associations at least three months prior to the date set for the General Assembly.
- d) The Board must call an extraordinary General Assembly on request of the Council or on written application of one-fifth of the member associations entitled to vote. Such a General Assembly must be convened within three months of the date a valid request has been made and the full agenda must be sent not later than two months before the date set. Any such Assembly will be located and organised by the Board.

Article 10

Powers of the General Assembly

The General Assembly has the following duties and powers:

- a) to elect and dismiss the members of the Board, the members of the Council mentioned in Article 13, and the Auditors;
- b) to fix membership fees;
- c) to decide on admission and expulsion of members on proposal of the Council, neither such decision requiring justification;
- d) to approve of plans for future activities;
- e) to elect Honorary Members (this requires a unanimous vote);
- f) to adopt and amend the Articles of Association and to dissolve the SEACF , such decisions needing a quorum and majority as described in Article 11 f);
- g) to adopt and amend the Standing Rules;
- h) to adopt and amend Regulations (with the exception of Regulations concerning the work of the Commissions for which the Council is competent);
- i) to receive, discuss and approve the President's report and those of the Commissions;
- j) to review and approve the annual accounts after having heard the report of the auditors and to give discharge to the Board;
- k) to fix the budget;
- l) to decide for which sports the SEACF recognises and governs competitions. The General Assembly may, by Regulations, authorise a special organisation for such sports and determine its competences;
- m) to decide in the last instance on the acceptance of the text of any declaration to be published in the name of the SEACF ;
- n) to decide in the last instance about all questions presented to it by other bodies of the SEACF ;
- o) to decide all matters which no other body is competent to decide.

Article 11

Voting Rights

- a) At any General Assembly, each member association shall be represented by three delegates, who may be assisted by others.
- b) A member association which has not paid its dues in full prior to the General Assembly is not entitled to exercise any vote.
- c) Amendment of these Articles of Association and dissolution of the SEACF may only be considered if such items are fully described in the agenda circulated prior to the meeting and if at least half of the member associations with voting rights are present or represented. To be adopted, such items must receive the approval of two thirds of the votes cast.
- d) For all other decisions of the General Assembly there is no quorum. Decisions are taken with the majority of votes cast.
- e) Voting at the General Assembly is conducted by show of hands. Upon the request of any delegate, supported by at least one other delegate, any vote must be taken by secret written ballot.

f) Resolutions of the General Assembly may also be adopted by written or electronic correspondence. In any such case, however, such adoption requires an absolute affirmative majority of all member associations and if two member associations demand discussion on the matter, it must be held over until the next General Assembly.

Article 12

Agenda and the Right to Introduce Proposals

a) Items for inclusion on the agenda of any General Assembly may be presented by:

- 1] any member association;
- 2] the Council;
- 3] the Board;
- 4] the Auditors, within the bounds of their competence;
- 5] any President of a SEACF Commission within the bounds of his competence.

b) Any such item shall be submitted to the SEACF Office at least three months before the General Assembly.

c) The full agenda shall be sent to the individual member associations at least two months before the General Assembly.

d) Upon affirmative vote of no less than two-thirds of its voting power according to Article 11 b), the General Assembly itself may add items to the agenda of any meeting. Additional items shall be treated at the end of the agenda.

VIII. THE COUNCIL

Article 13

a) The Council shall consist of a maximum of five individuals which be elected from a member associations entitled to vote. No individual elected under any one of these categories may also be elected under any other, nor may any member association or country be represented on the Council by more than one individual.

b) The General Assembly elects the persons to serve under the categories mentioned in Article 13 a) for a term of four years and all such persons shall be eligible for re-election. However, if any person so elected fails to attend two consecutive meetings of the Council, his or her seat shall be declared vacant and filled for the remainder of the term by the next General Assembly

Article 14

Meetings of the Council

a) The Council meets once or twice every year as it decides. Organisation of the Council meetings shall be entrusted alternately to one of the member associations being represented in the Council.

b) The agenda for the Council meetings are prepared by the Board. However, any member of the Council as well as any Commission President is entitled to present proposals for the agenda. Such proposals must be submitted, with relevant documentation, at least two months before the date set for any Council meeting.

c) The full agenda shall be sent by the Board to the Council members at least one month prior to the meeting date.

d) Any member of the Council may be accompanied in the Council meeting by a maximum of two advisors.

e) Every member of the Council has one vote. All decisions of the Council are taken by majority of the members present, and no voting rights may be exercised by proxy.

f) A quorum of the Council consists of a majority of its members.

g) Resolutions of the Council may also be adopted by written or electronic correspondence provided no member is opposed to such a procedure. The adoption of any proposal thus submitted requires an absolute majority of the total members of the Council.

Article 15

Authority of the Council

The Council has the following responsibilities:

- a) to propose changes to the general policies and long-term strategies of the SEACF ;
- b) to make recommendations to the General Assembly on the following:
 - 1] any proposed changes to the Articles of Association;
 - 2] the acceptance of the accounts and budget;
 - 3] the admission and expulsion of member associations;
 - 4] the persons to be proposed as Board members;
- c) to supervise the running of the Commissions by:
 - 1] creating and dissolving them;
 - 2] designating their tasks and responsibilities;
 - 3] approving their regulations;
 - 4] electing and removing their members;
 - 5] making recommendations to the General Assembly on the Reports of the Commissions;
- d) to request an Extraordinary General Assembly;
- e) to carry out the tasks delegated to it by the General Assembly.

IX. THE BOARD

Article 16

a) The managing Board of the SEACF consists of the following officers:

- President
- Secretary General
- Treasurer

The duties and responsibilities of all members of the Board except those of the President will be assigned by the Board internally.

- b) The members of the Board shall be elected by the General Assembly upon the recommendation of the Council for a term of four years. The President may be re-elected to only one further term, other members of the Board for two further terms.
- c) Board members are elected on a personal basis, have no mandate from their member association and are to act independently from these. No member of the Board shall also be a representative of a member association in the Council or General Assembly.
- d) The Board shall prepare the agenda for all meetings of the Council and General Assembly and ensure the adequacy of arrangements for such meetings. It shall provide for the execution of all decisions made at such meetings. It shall also co-ordinate the activities of the Commissions.
- e) The members of the Board shall participate in all meetings of the Council and General Assembly, but without any vote.
- f) The Board is responsible for the functioning of the administrative office of the SEACF, managed by an Administrative Director who is not a member of the Board. All permanent employees are appointed by the Board and employed in accordance with the annual budget.

Article 17

The President

a) The President represents the SEACF in all external matters. He chairs all meetings of the General Assembly and the Council.

- b) All statements and contracts which bind the SEACF must be signed by the President and one other member of the Board. In case of absence, the President may be replaced by another member of the Board.
- c) The President, or his designee from the Board, is entitled to attend and participate in all Commission meetings, but without vote.
- d) The President may, from time to time, delegate various aspects of SEACF management to other members of the Board or to the administrative staff.
- e) In case of death or disability of the President, the Secretary General shall assume his duties until the next General Assembly. Should the Secretary General in turn be unable to fulfil his obligations, the member of the SEACF should held extraordinary meeting to elect the Board.

X. THE AUDITORS

Article 18

The General Assembly shall appoint two individual auditors or an appropriate legal entity for a period of four years. Whoever so serves, audits the accounts of the SEACF and reports to the General Assembly at least once a year. The auditors are eligible for re-election and may receive remuneration.

XI. COMMISSIONS

Article 19

- a) The Council may appoint Commissions for special tasks or to serve in fields requiring specific expertise. The mandate of each Commission shall be reviewed by the Council at least once every four years to determine its continued validity and effectiveness.
- b) The Commissions have both an advisory function to the Council and General Assembly and a duty to perform the tasks assigned to them. Every Commission shall submit annually, through the SEACF Office, a report reflecting its activity of the prior year and program for the current year. The dead-line for submitting such reports shall be set by the Board. Every Commission shall also submit its accounts and budget in a manner to be prescribed by the Treasurer.
- c) The Presidents of the Commissions take part in the Council meetings preceding the annual General Assemblies as well as in these General Assemblies. They may also take part in Council meetings and General Assemblies held at other times if they choose or if they are requested by the Council.
- d) Members of all Commissions shall serve without compensation for renewable terms of four years. The President may be re elected to only one further consecutive term, other members of the Commission for two further consecutive terms. Every member association has the right to propose nominees. The names of all nominees shall be submitted to the Council.
- e) All members of all Commissions shall have one vote in their Commission meeting.
- f) All Commissions elect their own Presidents and Vice-Presidents from among their membership. The Council shall be informed of such elections and of any change of President or Vice-President.

XII. MISCELLANEOUS

Article 20

Honorary Functions

The activities of all bodies or Commissions of the SEACF are conducted without compensation to the individuals who serve thereon, unless authorised otherwise by a specific Article of Association, Standing Rule or vote by the General Assembly. The expenses of all those who serve on any body or Commission of the SEACF with the exception of those of the members of the Board shall be borne by the association that the individual represents,

unless authorised otherwise by the Standing Rules or specific vote of the General Assembly.

Article 21

Minutes

Accurate minutes shall be kept of all meetings of all SEACF bodies and Commissions. For any meeting of each such body or Commission a minute-keeper, who need not be a member of that body, shall be designated. Upon their approval, the presiding member of that body and the minute-keeper shall sign all such minutes, and a copy shall be made available to every member of the relevant body, the SEACF Office and the Council.

The minutes of the General Assemblies and Council meetings shall be published in the SEACF Bulletin.

Article 22

Financial

a) All planned SEACF revenues and expenditures shall be reconciled in the annual budget and all SEACF bodies and Commissions shall be obliged to conform to the budget approved by the General Assembly.

b) All dues receivable from the member associations must be paid in full prior to the end of April of each calendar year.

c) The financial year for the SEACF shall be the calendar year.

Article 23

Withdrawal of Members

a) Any member association wishing to terminate membership at the end of the year must inform the SEACF Office in writing before the first of August of that year; fees for the current year remain payable in full.

b) Member associations who, despite warning, act in a manner disruptive of or contrary to these Articles of Association or to the harmony and best interests of the SEACF, will be expelled by vote of the General Assembly on recommendation of the Council. In addition, member associations who have not complied with their obligation to pay dues, will be expelled by resolution of the General Assembly.

Article 24

Dissolution

In case of the dissolution of the SEACF, all its assets shall be liquidated and the balance, after payment of all debts, shall be transferred to an institution with the same or comparable purposes. A distribution of the assets among the member associations is excluded.

Article 25

Language

a) English is the official language for the Articles of Association, Regulations, Minutes, official correspondence and official communications.

b) English also is the official language in General Assemblies and Council meetings

Article 26

Publications

The Bulletin is the official means of information of the SEACF .

Article 27

Enactment

These Articles of Association and their complementary Standing Rules will come into effect on September 1st, 2004.

Adopted by the General Assembly on August 13th 2004 in Jakarta /Indonesia.

STANDING RULES

1. Admission criteria

- a) Prior to full admission to the SEACF , any applicant association must demonstrate by credible evidence that association's existence for a minimum of two years.
- b) The applicant association has to provide all information in the official language of the SEACF , and in the format as required by the Board.
- c) Applications will only be dealt with after a deposit of 200 SGD (two hundred Singapore dollar) by the applicant association. In case of admission, this amount will be credited to the fees due to the SEACF by the association. In case of rejection of the admission request, the full amount of deposit will be returned to the applicant association.

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RASIF ISNIN