

# **Organisational Regulations**

## **of the**

### **UEFA Foundation for Children**

#### **Preamble**

The UEFA Foundation for Children (hereinafter: "Foundation") has been created by and with funds from the Union of European Football Associations (UEFA, hereinafter: "Founder"). These Regulations govern how the Foundation is organised.

#### **A Board of Trustees**

##### **Article 1 Composition of the Board of Trustees**

- 1 The Board of Trustees comprises five (5) to fifteen (15) natural persons or representatives of legal entities, who in principle serve the Foundation on a voluntary basis.
- 2 The Board of Trustees elects a chairman from among its members. A two-thirds majority of all members is required. The chairman serves a term of four (4) years and may be re-elected.

##### **Article 2 Renewal of the Board of Trustees**

- 1 When vacancies arise during or at the end of a period of office, the Board of Trustees fills them itself by re-electing existing trustees or electing new ones. More than half of the members of the Board of Trustees must be representatives of the Founder.
- 2 Members of the Board of Trustees are selected, in principle, from people or representatives of organisations with links or affinities with football.
- 3 Nominees are elected by a two-thirds majority of the members of the Board of Trustees.

##### **Article 3 Period of office**

- 1 The term of office of members of the Board of Trustees is four (4) years.

- 2 If an organisation represented on the Board of Trustees withdraws its member's right to represent it, this member will be considered to have resigned from the Board of Trustees.
- 3 If an elected member of the Board of Trustees resigns, the board decides at its sole discretion whether or not to elect a replacement, provided the number of members does not fall below the minimum of five (5). A replacement, if any, is elected for the remainder of the current term.

#### Article 4 **Powers of the Board of Trustees**

- 1 The Board of Trustees makes all its decisions concerning the business of the Foundation in accordance with the Foundation's Statutes and these Regulations.
- 2 The Board of Trustees serves as the governing body of the Foundation. It holds all powers not expressly delegated to another organ in the Foundation's Statutes or these Regulations and has the following inalienable tasks:
  - regulating signature and representation rights;
  - electing members of the Board of Trustees and appointing members of the secretariat and auditors;
  - defining the overall action strategy in accordance with the aims of the Foundation;
  - approving projects submitted by the secretariat for support;
  - approving evaluation reports;
  - approving the annual accounts;
- 3 The Board of Trustees is authorised to delegate some of its powers to one or more of its members, to the secretariat or to third parties.

#### Article 5 **Representing the Foundation**

- 1 The Board of Trustees is authorised to represent the Foundation before its partners and others.
- 2 It designates the authorised signatories, all of whom are joint signatories (two signatures required).

## Article 6 **Chairman**

Meetings of the Board of Trustees are chaired by the chairman or, in his or her absence, by the longest-serving member. If two or more members have served the same length of time on the board, in the chairman's absence those present at the start of the meeting appoint an ad hoc chair.

## Article 7 **Meetings**

- 1 Meetings of the Board of Trustees are convened by the chairman. As a rule, two (2) meetings are held each year. However, a member of the Board of Trustees may request an extraordinary meeting, stating the grounds.
- 2 Invitations to each meeting of the Board of Trustees must be sent thirty (30) days before the date of the meeting.
- 3 The Board of Trustees is free to make decisions on items not included on the agenda, if all members are unanimous.

## Article 8 **Decision-making**

- 1 The Board of Trustees can make decisions when a majority of its members are present. In principle, decisions are made by simple majority, unless the Foundation's Statutes or these Regulations require a qualified majority. If votes are tied, the chairman has the casting vote.
- 2 Decisions on the following require a two-thirds majority of the members of the Board of Trustees:
  - election of a person to the Board of Trustees;
  - removal of a member of the Board of Trustees;
  - appointment and removal of auditors;
  - relocation of the headquarters;
  - approval of the accounts;
  - revision of these Regulations;
  - appointment and removal of the secretary.

## Article 9 **Decision-making by written procedure**

- 1 Decisions and votes may be made or placed by written procedure.
- 2 For a decision made by written procedure to be valid, the required majority of members of the Board of Trustees must render their decisions by the deadline imposed.

## Article 10 **Minutes**

- 1 The discussions and decisions of the Board of Trustees are recorded in minutes signed by the chairman of the meeting and by the secretary of the Foundation, who is not necessarily a member of the Board of Trustees.
- 2 The minutes of meetings and decisions made remotely must be conserved.

## Article 11 **Financial year**

- 3 The accounts of the Foundation are closed on 30 June each year.

## **B Secretariat**

### Article 12 **Composition of the secretariat**

The Board of Trustees appoints a secretariat and, from the members of the secretariat, a secretary, who is responsible for organising and coordinating the work of the secretariat. The members of the secretariat must adhere to the aims of the Foundation and demonstrate integrity and probity.

### Article 13 **Powers of the secretariat**

- 1 The secretariat makes decisions in accordance with the Foundation's Statutes, these Regulations and the instructions of the Board of Trustees. It is responsible for the operational activities of the Foundation, and has the following tasks in particular:
  - implementing the strategy of the Foundation as defined and approved by the Board of Trustees;
  - raising funds and mobilising resources to achieve the aims of the Foundation;
  - establishing project submission procedures in accordance with the criteria defined by the Board of Trustees;

- mobilising all the resources necessary to evaluate projects before presenting them to the Board of Trustees;
  - proposing for approval by the Board of Trustees projects in line with the aims of the Foundation;
  - representing the Foundation before partners and others, for example through its activities;
  - organising and managing the activities conducted by the Board of Trustees with third parties;
  - establishing strategies to promote the work of the Foundation;
  - setting up partnerships to help the Foundation to achieve its social purpose;
  - taking care of the administrative and financial management of the Foundation;
  - producing an annual activity report and submitting the annual accounts to the auditors;
  - approving audit reports and requesting exceptional audits as necessary.
- 2 The secretariat is authorised to delegate some of its powers to one or more members of the secretariat or third parties.

## **C Friends and ambassadors of the Foundation**

### **Article 14 Friends of the Foundation**

- 1 Partners, institutional donors and other natural persons may be given the status of friends of the Foundation. They are designated by the Board of Trustees for a one (1) year period that may be renewed.
- 2 Friends of the Foundation are people or bodies who demonstrate a particular attachment to the Foundation and its mission, whether through actions, relationships or contributions.

### **Article 15 Ambassadors of the Foundation**

- 1 In order to promote its activities, the Foundation appoints ambassadors for a period of time defined by the Board of Trustees at its sole discretion (for example the

duration of a project or particular activity). Ambassadors are popular public figures who convey the values of the Foundation.

- 2 Ambassadors are selected to represent the Foundation before the public, partners and/or friends of the Foundation.

#### Article 16 **Donors**

- 3 A donor is any person or body who helps the Foundation to fulfil its aims by means of a donation, bequest or other one-off contribution.

#### Article 17 **Revision of these Regulations**

These Regulations may be revised at any time, in accordance with the Foundation's Statutes and with the approval of the Federal Supervisory Board for Foundations.

\* \* \*