

SERBIAN PROFESSIONAL GOLF ASSOCIATION

THE STATUTE

of the Serbian Professional Golf Association

BELGRADE

2018

Pursuant to Article 36., 40. and Article 55. of the Law on Sports (Off. Gazette of RS, Number 10/2016, hereinafter referred to as: the "Law"), and pursuant to Articles 22., 20. and 34. of the Statute of Serbian Professional Golf Association, on its meeting held on September 17, 2018, the Assembly adopted the text of the Statute as follows:

THE STATUTE

OF THE SERBIAN PROFESSIONAL GOLF ASSOCIATION

BASIC PROVISIONS

Article 1

Name of the Sport Organization: Serbian Professional Golf Association¹

¹ SPGU Srpsko Profesionalno Golf Udruženje (Serbian name)

Abbreviated name of the Sport Organization: SPGA

Registered office of the Club: Belgrade, Ada Ciganlija ²

Area of operation of the Organization: the Republic of Serbia

The SPGA was registered as sport organization on 9 September 2010, and this day is celebrated as the Day of SPGA.

Article 2

The Serbian Professional Golf Association is an entity registered as sport organization, established as an organization of professional golf players and coaches in the Republic of Serbia, with the objective to organize, promote and develop the professional golf in the Republic of Serbia, to sustain the spirit of Olympics, to encourage fair play and suppress doping and violence in sports, to take care of the organization, professional training, employment, competition and education of SPGA members.

The SPGA is a non-profit entity, with rights and obligations under the Law and pursuant to this Statute, and shall be liable for its obligations with its assets and rights over those assets.

Exceptionally, the SPGA shall perform profit-making activities to the extent necessary to attain objectives and, in accordance with the conditions prescribed by Law, for the performance of specific business and/or economic activities. The SPGA

may delegate the direct performance of profit-making activities to other parties pursuant to an Agreement.

Activities of the SPGA shall not be performed solely for the purpose of generating revenues. Shall the SPGA acquire revenues from its activities, they are to be used exclusively to attain and accomplish objectives set out in this Statute and in the interest of golf as a sport.

Principal activities of the SPGA shall be:

93.12 – Activities of sport clubs, and in addition to its principal activities, SPGA shall also perform other activities related to sports.

The SPGA may also perform all other, including foreign trade activities, provided that they are used to attain the objectives, except for the activities which require a special permit or approval.

Article 3

The SPGA is a member of Golf Association of Serbia as the branch golf federation, and it shall collaborate with golf clubs in the Republic of Serbia on elaboration and implementation of programs for the development of sport of golf in the Republic of Serbia.

The SPGA shall participate in the international professional organizations in accordance with their regulations, provided that such participation shall be in the interest of SPGA members, golf in Serbia, and that it shall not contravene the laws of the Republic of Serbia.

The statute of SPGA shall comply with sports rules of the competent national sports union affiliated to the Golf Association of Serbia.

Article 4

In the relationships with third parties, the SPGA shall be represented by a person authorized for representation – the Chairman of the SPGA, with discretionary powers in internal and foreign business operations; and exceptionally, if the Chairman is absent or prevented from acting, the SPGA may be represented by the Secretary for the reasons and in the manner set out in Article 28 of the Statute.

Article 5

The SPGA has the seal and the symbol.

The seal of SPGA is circular in shape, with inscribed text: “Srpsko Profesionalno Golf Udruženje” on the upper rim of the seal, and “Serbian Professional Golf Association” on the lower rim of the seal, while in the middle there is the stylised image of a golfer performing the shot.

The symbol of the SPGU is in the shape of a shield, with the stylized image of a golfer performing the shot in the middle and the inscription “SPGU” under it, while under the symbol words “Serbian Professional Golf Association” are inscribed.

The keeping of the seal shall be entrusted to the Chairman of the SPGA.

Article 6

The SPGA shall be the association which was registered, organized, and which shall perform its activities in full compliance with applicable regulations of the Republic of Serbia and acts of PGAs of Europe (the Professional Golfers' Association of Europe), by which interrelations and standards of behavior among affiliated members are regulated.

In its course of action, the SPGA is obliged to abide by the Constitution and Law.

OBJECTIVES AND ACTIVITIES OF THE SPGA

Article 7

The SPGA as the professional association has the following objectives:

- Protection of its members' interests;
- Organization, expansion, advancement and popularization of golf in the Republic of Serbia, in order to achieve top sporting results in golf;
- Membership in the PGAs of Europe (the Professional Golfers' Associations of Europe);
 - Advancement of professional work of professional coaches and golf players;
- Collaboration with the Golf Association of Serbia and all of the golf clubs in Serbia on planning and implementation of work programs in order to promote the sport of golf in the Republic of Serbia;
 - Harmonization of the SPGA program activities with the PGAs of Europe;
 - Organization and operation of professional golf competitions.

Article 8

Activities performed by SPGA to attain its objectives:

- Collaboration with the Golf Association of Serbia and golf clubs in the Republic of Serbia in the area of planned development of golf in the Republic of Serbia, realization of joint programs, organization of competitions and other activities aimed at promoting golf;
- Collaboration with competent institutions on drafting of regulations which relates to the organization of education and professional status of coaches and golf players;
 - Popularization of golf and the SPGA through advertising activities in means of mass communication, by organizing the sports competitions and entertainment spectacles;
- Concern for the professional education, further training and professional advancement of the SPGA members;

- Cooperation with professional golf associations of other countries and PGAs of Europe;
 - Harmonization of its members' activities;
- Concern for the selection, preparation and participation of SPGA members in competitions in the country and abroad;
- Organization and participation in sports and other manifestations aimed at popularizing golf and other sports in the Republic of Serbia;
- Supply of golf equipment and requisites at more favorable conditions for the members of SPGA;
 - Publishing of magazines and other publications in relation to area of work of the SPGA.

MEMBERSHIP, RIGHTS AND RESPONSIBILITIES OF SPGA MEMBERS

Article 9

The membership in the SPGA shall be entered into freely and voluntarily, and members of the SPGA may be citizens of the Republic of Serbia, as well as the foreign citizens, in accordance with conditions prescribed by applicable laws of the Republic of Serbia and by this Statute.

Minors cannot be SPGA members.

The Secretary of SPGA shall keep the register of members, including data on their voting rights at the Assembly of the SPGA.

Article 10

There shall be the following categories of membership in SPGA:

- regular,
- supporting, and
- honorary membership.

The admission to membership of all members shall be decided by the Administrative Board at the proposal of the SPGA Expert/Technical Commission.

Article 11

The following may be admitted as regular members:

- Athletes, professional golfers – professional athletes,
- Professional golf coaches – sports experts with an appropriate high education in the field of sports or physical culture, or trained for performing the specific professional duties in sports, or experts in sports coming from other professions and having the appropriate education for performing this type of work and contributing to realization of sports activities.

A person meeting the requirements for membership in the SPGA shall submit the membership application to the SPGA Technical Commission, which will consider the application and propose to the

Administrative Board to adopt the decision on admission to membership. The person admitted to the membership shall pay the admission fee.

The regular SPGA member who has paid the membership fee for the current year shall be entitled to vote at Assembly meetings in that current year.

Article 12

Supporting members of the SPGA may be natural and legal persons who, whether through different activities, material contributions or in any other way, support the realization of objectives and activities of the SPGA. The supporting member of SPGA shall submit the membership application to the SPGA Technical Commission, which shall include the written explanation as to how they intend to support the SPGA (through activities, material contributions, advertising, promotion of sport of golf, etc.). When considering the application, the Administrative Board of the SPGA shall decide on the admission to membership and on the potential voting right of the supporting member at the Club's Assembly meetings.

The supporting members of SPGA shall be appointed for the period of two years, starting from the date of admission to membership, with the possibility of renewal provided that in the last year the member was distinguished and engaged in the work on popularization of golf in the Republic of Serbia, or that he participated in educating the interested citizens of RS, especially youth.

Individuals who, through and with their work and activities in the SPGA, assisted the advancement of golf in the Republic of Serbia, or contributed to the realization of SPGA objectives.

The honorary SPGA members shall be appointed the status of an honorary member for the period of four years from the date the decision of Administrative Board had been made, and, after the expiration of this period, the Assembly shall review whether the stated persons still meet the requirements as set out in the previous paragraph. If the Administrative Board of the SPGA find that individual persons shall no longer be credited for outstanding merits in the realization of SPGA cardinal objectives, tasks and activities, or in the field of sports, their status of a SPGA honorary member shall cease.

Administrative Board can make a special decision which will regulate all the membership fee payments made by supporting and honorary members

Article 13

Persons working at SPGA on the basis of regular employment or other forms of work shall not qualify for the status of the SPGA regular member.

Article 14

Members of the SPGA shall be issued with membership card. The design, content and manner of issuing the membership card shall be determined by the Administrative Board of the SPGA, in a separate decision.

The membership card shall be issued to all members, but it shall not be validated unless the membership fee is being paid on a regular basis.

Article 15

Rights of the SPGA members shall be:

- to elect and be elected into the bodies of SPGA;
- to participate in the work of SPGA Assembly;
- to be informed on the work of SPGA and its bodies;
- to initiate the consideration of issues that shall be important to the activities and work of the SPGA, and to provide solutions to the posed issues;
- to supervise the work of SPGA bodies, to initiate the issue of responsibility of individuals and bodies of the SPGA, and assessment of their work;
- to submit work program and plan proposals to the Administrative Board of the SPGA;
- to take part in activities of the SPGA and realization of its program activities in compliance with the Statute;
- the right to obtain professional, organizational and any other help from the SPGA, within the possibilities available to the SPGA.

Article 16

Responsibilities of the SPGA members shall be:

- to abide by the Statute, rules and other acts of the SPGA;
- to take part in all activities of importance to the development and advancement of the SPGA and golf as a whole, to which they are obliged by the competent body of the SPGA;
- to act equitably and correctly in relation to the management of golf clubs and golf courses;
 - to contribute to the realization of objectives and tasks of the SPGA;
- to implement decisions, conclusions, etc., adopted by SPGA bodies on the basis of this Statute;
- to regularly perform their financial obligations to the SPGA, owed as a result of membership fee and other levies pursuant to the decisions of SPGA bodies;
 - to contribute to the realization of program and plans adopted by SPGA bodies;
 - to maintain and improve the reputation of the SPGA;
- to operate the competitions in accordance with set out and approved competitions schedule;
 - to promote golf, work on its expansion and organize professional work in their local environment;
 - to meet other responsibilities, as determined by bye-laws of the SPGA.

Article 17

The membership fee shall be paid by regular and supporting members of the SPGA. The membership fee shall be paid to the account of the SPGA not later than the end of March for the current year.

Upon admission to regular membership to SPGA, the admission fee shall be paid.

The Administrative Board of the SPGA shall determine the amount of regular annual membership fee, and of admission fee, no later than March 1 of every calendar year, following the financial statement, while the current year shall start on March 15 of every calendar year.

Article 18

The membership in the Club shall cease by: (i) death; (ii) voluntary withdrawal; (iii) non-payment of membership fee in the period of 10 months, or non-payment of the amount of admission fee; or (iv) removal.

The membership in the SPGA shall cease by removal if, through his/her actions and misconduct, a member: (i) inflicts damage to the business and impairs the reputation of the SPGA; (ii) works against interests of the SPGA; and (iii) fails to comply with the Statute of SPGA.

The Administrative Board of the SPGA shall decide upon the removal, by the majority of votes of its members. The removed member may file the complaint to the Assembly of the SPGA within 15 days of the date of receipt of the decision on removal from membership in the SPGA.

The decision of the Administrative Board shall be final.

BODIES OF THE SPGA

Article 19

Bodies of the SPGA are:

- Assembly of the SPGA
- Administrative Board of the SPGA
 - Chairman of the SPGA
 - Secretary of the SPGA
 - Technical Commission
 - Supervisory Board.

Article 20

The Assembly shall be the highest managing body of the SPGA.

The Assembly consists of all SPGA members with voting rights.

The assembly can validly deliberate if at least 50% of the Assembly members are present at the Assembly meeting.

Decisions are passed by the majority of votes of members present at the Assembly meeting. Decisions on: 1) amendments and adoption of this Statute; 2) dissolution of the SPGA; and 3) modifications of the legal status of SPGA; are passed by a majority of 3/4 of the votes of all voting members of the SPGA Assembly.

At the beginning of each meeting, Assembly shall elect the Chairman of the Assembly to preside over the Assembly, with the assistance of the Chairman of the Club.

The Assembly shall be held in accordance with the agenda adopted at the beginning of the Assembly, and with Rules of Procedure of the Assembly.

Article 21

The Assembly may be regular, elective and extraordinary.

The Regular Assembly shall be held at least once in a calendar year, while the Elective Assembly shall be held every 4 (four) years, after the Olympic Games. The Assembly session shall be convened at the proposal of the Chairman of SPGA.

The Extraordinary Assembly may be convened at the personal request of the Chairman of the SPGA or at the request of 20% of the members of the Assembly.

Shall the Chairman, at his/her own request or at the request of 20% of the members of the Assembly, fail to convene the extraordinary session of the Assembly within 14 days of the date of receipt of the written proposal, the members may convene the Assembly independently.

In the decision on convocation of the Assembly, the Chairman shall determine the session agenda, and date and location of the session.

The invitation to the Assembly session, together with materials for the session, shall be sent to the members of the Assembly, at least 7 days prior to the session, to their e-mail address, or declared home address by registered letter. In case the invitation to the Assembly session cannot be served to the member of the Assembly in the above described manner, it shall be deemed served by placing the invitation to the notice board of the SPGA.

In exceptional cases, the Chairman of the SPGA may convene the Assembly session within a shorter period of time but not less than 3 days.

Convening and proceeding of the Assembly, amendments to the agenda, reconvening, and other provisions regarding work of the Assembly, shall be regulated through the Rules of Procedure which shall be adopted by the Assembly at the proposal of the Administrative Board of the SPGA.

Article 22

Assembly of the SPGA shall:

- Adopt amendments to, or the new proposed Statute of the SPGU;
- pass the Rules of Procedure applicable to its activities, Regulations and other general acts of the SPGA;
- consider the position and problems of the members and adopts the guidelines concerning activity;
- appoint and relieve the Chairman of the SPGA, Chairman of the Assembly, Secretary, members of the Administrative Board and members of others bodies of the SPGA;
 - consider and adopts financial statements of the SPGA;
 - adopt the plan of activities of the SPGA;
 - confer accolades and honorary awards on persons of distinction;
- decide about applications which are not under the authority of other bodies;
- decide about membership, affiliation and collaboration with other associations and organizations, etc.;;
 - consider and approve the reports on the work of the SPGA;
 - establish guidelines for the work of the SPGA;
 - decide about modification of the name and symbol of the SPGA;
- decide on the dissolution of the SPGA by two-thirds majority of all members of the Assembly;
 - perform other activities as set out in the Law or Statute.

Article 23

The Assembly shall keep the minutes of the session, which shall be signed by the Chairman or the Chairman of the Assembly, keeper of the minutes and verifiers of the minutes. The record of minutes shall include: number of members present out of the total number of the club members, voting and election results, proposals and decisions, and names of the proposers. Upon a reasoned request, each member of the Assembly shall be entitled to consult the minutes.

Each member of the SPGA, being prevented from attending the Assembly, shall have the right to authorize another person on his/her behalf to: 1) represent him/her at the Assembly, 2) participate in the work of Assembly, and 3) to vote in accordance with anticipated agenda items. Authorizations shall be given and deposited at the Secretary of the SPGA.

Right to vote has regular members as all Administrative Board Members, President and Secretary.

Article 24

The Administrative Board is the administrative body of the SPGA, and shall administer the work of SPGA by implementing the decisions, conclusions and opinions of the Assembly, and by coordinating the work and activities of the SPGA in the period between two Assemblies.

Administrative Board has five (5) members from which one is President. President is also Administrative Board President. The Administrative Board shall convene as appropriate, and they may execute their work by means of telecommunication (telephone, fax, electronic mail, etc.) The sessions are convened and held by the Chairman, whereas in the case of his/her absence or inability, his/her duties shall be assumed by the Secretary.

The Administrative Board shall pass the decisions by the majority of more than half of the votes of all Administrative Board members.

The Administrative Board shall be elected for the period of 4 years.

Article 25

The Administrative Board of the SPGA shall:

- implement decisions of the Assembly and manage the work of the SPGA in the period between two Assemblies;
- manage material and financial assets of the SPGA in accordance with adopted program of activities, financial plan, and other acts of the SPGA which relate to financial management;
 - interpret the acts of the SPGA other than Statute;
- propose amendments to the Statute of SPGA and adoption of the new Statute of SPGA;
 - together with the commission(s), prepare annual plan and work program;
 - prepare a financial plan and final account of the SPGA;
- appoint and relieve members of the commissions which are not under the jurisdiction of the Assembly;
 - submit reports on its work to the Assembly of SPGA;
 - decide on applications and complaints;
 - adopt rules on criteria for regular members (players and coaches);
- decide on other activities required for the smooth operation of the SPGA, within the framework of the Statute;
- propose to the Assembly the conferment of honorary awards on members of distinction.

Article 26

The Chairman of SPGA shall be the executive and operating authority of the SPGA.

The Chairman of SPGA shall be the person authorized for the representation of SPGA.

The Chairman of SPGA shall be elected and relieved by the Assembly of SPGA, by passing the decision at the Assembly session as laid down in Article 20 of this Statute.

Prior to elections for the Chairman of the SPGA, candidates for the Chairman shall present their comprehensive annual and long-term work program. A candidate for the Chairman may not be the member of the SPGA, but shall be a person accomplished and recognized in golf through contribution or work in golf development, or a person who, through his/her reputation, may contribute to the realization of objectives of the SPGA. Person who possess negotiation skills and who accomplished solid results in financial profit. The Chairman of the SPGA shall be elected for the period of 4 (four) years), and the same person can be re-elected any number of terms to the position of the Chairman of the SPGA.

Article 27

The Chairman of the SPGA shall:

- represent the SPGA in the country and abroad;
- take care of implementation of decisions and conclusions of the Assembly and Administrative Board of the SPGA;
- convene and preside over the session of the Assembly and Administrative Board of the SPGA;
- propose members of the Administrative Board and introduce them to the Assembly of SPGA;
 - sign the acts adopted by the Assembly and Administrative Board of the SPGA;
 - execute the budget of SPGA;
 - take care of informing the public of the work of Assembly and its bodies;
 - perform other activities as set out in the Statute or other general acts of the SPGA;
- in his good judgment President of SPGA can appoint new members, for which he finds that are important for realization of SPGA goals.

The Chairman of SPGA shall be responsible to the Assembly of SPGA for his work, and shall notify it on his work through annual report.

In the case of absence or inability of the Chairman, his/her duties shall be assumed by the Secretary of SPGA.

Article 28

The Secretary of SPGA shall be the executive authority of the SPGA and member of the Administrative Board. The Secretary shall be appointed by the Assembly for the period of 4 years to perform technical and administrative works for the SPGA.

Duties of the Secretary of SPGA shall include but are not limited to:

- supervision of implementation of Assembly decisions;
- preparation of materials for sessions of the Administrative Board;
- convening and holding of Administrative Board sessions in the absence of the Chairman;
- performing other tasks that are not under the direct authority of the Administrative Board and Assembly;
- maintaining and keeping of entire accounting, financial, legal and other documentation of the SPGA;
- taking care of correspondence of SPGA, and collaboration of SPGA with other bodies, associations and organizations;
- keeping record of SPGA members and record of membership fees.

Exceptionally, in the event of the Chairman's temporary inability to perform his/her duties, he/she may authorize the Secretary of SPGA in writing to on his/her behalf exercise certain powers or activities, but only within 60 days from the date when reason of temporary inability has occurred.

The Chairman of the Club shall notify the Administrative Board of the Club about reasons for temporary inability and the need for the Secretary to temporarily assume his/her duties.

Article 29

The Technical Commission shall take care of development and elaboration of all expert program, appoint the executors of these program, and shall represent the highest expert authority of the SPGA.

The Technical Commission shall be elected by the Assembly for the period of 4 years. Technical Commission consists of three members from whom two are regular members and one a supporting member. The Technical Commission shall pass decisions by majority of votes of all members of the Commission.

The Technical may, as appropriate, propose to the Administrative Board to set up other commissions (e.g. the committee, disciplinary commission, etc.). The Technical Commission shall be obliged to elaborate rules on criteria for regular members (players and coaches) every two years, by which the criteria for obtaining and maintaining the status of a player or a coach shall be determined.

A member may lodge a complaint on individual decisions of the Commission with the Administrative Board whose decision shall be final.

Article 30

The Supervisory Board of SPGA shall comprise three members appointed by the Assembly of SPGA. The Supervisory Board shall conduct inspection of the financial management of SPGA and of the annual account.

Article 31

Decisions of the SPGA bodies shall be entered into the Register of Decisions.

The SPGA shall keep the books of account and prepare financial statements in accordance with accounting and auditing regulations.

THE PUBLICITY OF ACTIVITIES AND INFORMATION

Article 32

The activities of the SPGA bodies shall be open to public.

The SPGA bodies shall inform the public on their activities, decisions, work program, tasks, material and financial management, as well as on all the issues of interest to the public. Exceptionally, when information can be considered as a trade secret of SPGA, certain issues shall not be published, and sessions of the bodies shall be closed for the public, which shall be decided by the Administrative Board of SPGA.

The SPGA shall inform the public through internal journals, as well as the SPGA website of the club, and, if necessary, through the mass media or other appropriate means.

MATERIAL AND FINANCIAL MANAGEMENT

Article 33

The SPGA shall generate revenues from:

- members admission fees, membership fees and registration fees;
 - fees for the organization of competitions;
 - voluntary contributions and gifts;
 - donors and sponsors;
- sports activities and other sources in accordance with the Law;
 - donations received from state authorities;
 - benefits from the budget;
- concluding contracts with third legal entities and natural persons, in accordance with the Law;
 - from other sources in accordance with the Law on Sports.

Material and financial management shall be open to the public by making all records available to each member of the SPGA. The assets are managed by the Administrative Board of SPGA within the framework of adopted programs of activities, financial plan, and other acts of the SPGA which relate to the financial management.

The financial management is conducted according to the Rules on Material and Financial Management, which shall be elaborated by the Administrative Board of SPGA and adopted by the Assembly of SPGA.

The Chairman of SPGA shall be responsible for the publicity of activities. The Chairman of SPGA shall be responsible and authorized for the execution of financial transactions.

AMENDMENTS TO THE STATUTE

Article 34

The Statute of SPGA shall be adopted and amended by the Assembly of SPGA.

Proposal of amendments to the Statute or adoption of the new Statute may be initiated by members of the SPGA and the Administrative Board of SPGA.

Following the discussion, the Administrative Board shall draw up the text of proposed amendment to the Statute, and then submit the text to the Assembly for adoption.

The Assembly shall pass the decision on amendments or adoption of the new Statute if the decision is voted for by the majority of SPGA members, as laid down in Article 20 of the Statute.

DISSOLUTION OF THE SPGA

Article 35

The SPGA shall be dissolved upon the decision of the Assembly of SPGA, and from reasons set out in the Law on Sports.

Within 7 days from the date the decision on dissolution of SPGA has been passed, the Chairman of SPGA, or a person authorized by the Chairman of SPGA, shall inform the competent authority of dissolution of the SPGA in order to be deleted from the register.

On dissolution of the SPGA, the assets shall be allocated as follows and in the following order of settlement:

1. Expenses and liabilities of SPGA to the state authorities;
2. Expenses and liabilities to third legal entities and natural persons;
3. Liabilities to the members of SPGA, and at the end, any remaining assets shall be transferred to the Golf Association of Serbia.

TRANSITIONAL AND FINAL PROVISIONS

Article 36

The Assembly of SPGA shall decide interpretation of the provisions of this Statute and other acts of SPGA.

Members of the SPGA may request the interpretation of the Statute from the Administrative Board of SPGA, who shall forward the request, together with their opinion in writing, to the Assembly of SPGA.

Article 37

General acts of the SPGA shall enter into force on the eighth day following its publication.

This Statute shall enter into force on the date of its adoption by the Assembly of SPGA.

Belgrade, September 17th, 2018

President

Borislav Todorovic