

THE ASSOCIATION LTU AQUATICS
ARTICLES OF ASSOCIATION

I. GENERAL PROVISIONS

- 1.1. The Association LTU Aquatics is a non-profit public limited legal entity operating on the basis of membership in the territory of the Republic of Lithuania, uniting the clubs, educational establishments, city and district sports federations registered in the Republic of Lithuania that promote and develop the sports disciplines of swimming, diving, artistic swimming, open water swimming, and masters swimming, having the aim to coordinate the Association LTU Aquatics members' activities, represent and protect the Association LTU Aquatics members' interests, and fulfil other public interests.
- 1.2. Name of the association – the Association LTU Aquatics.
- 1.3. Legal form – association. The Association LTU Aquatics has the status of beneficiary.
- 1.4. The Association LTU Aquatics pursues its activities in accordance with the Constitution of the Republic of Lithuania, the Law on Associations of the Republic of Lithuania, the Civil Code of the Republic of Lithuania, the Articles of Association herein (hereinafter – the **Articles**), and other laws and regulations of the Republic of Lithuania.
- 1.5. The Association LTU Aquatics recognizes the Olympic Charter and is a member of the World Aquatics (herein referred as "WA") and the European Aquatics (herein referred as "EA"). The Association LTU Aquatics recognizes the WA as the sole and exclusive world governing body for the swimming sports. The Association LTU Aquatics pursues its activities in accordance with the WA Constitution and regulations and recognizes the primacy thereof. The Association LTU Aquatics recognizes the right of the WA to conduct out-of-competition doping control.
- 1.6. The Association LTU Aquatics has been established for an indefinite period.
- 1.7. The fiscal year of the Association LTU Aquatics is the calendar year.
- 1.8. The registered office of the Association LTU Aquatics can be changed by the decision of the Executive Committee.
- 1.9. Intervening into the activities and internal affairs of the Association shall be prohibited for the state and municipal authorities and officers in the cases and as provided for under the laws, for any political parties and political organizations, other organizations and individuals.

II. AIMS, OBJECTIVES, AND AREAS OF THE ASSOCIATION LTU AQUATICS ACTIVITIES

- 2.1. The basic aims of activity of the Association LTU Aquatics are:
 - 2.1.1. to coordinate activities of the Association LTU Aquatics members, represent and protect the interests of the Association LTU Aquatics members in the Republic of Lithuania and abroad, and create favourable conditions for the activities of the Association LTU Aquatics members in the development of mutual and international relations with the organizations promoting the disciplines of swimming, diving, artistic swimming, open water swimming, and masters swimming;

- 2.1.2. to prepare and implement the strategic activity plan of the Association LTU Aquatics;
- 2.1.3. to prepare and implement the development programs for the disciplines for the purpose of contributing to the implementation of the National Sports Development Strategy of the Republic of Lithuania;
- 2.1.4. to act as the exclusive member of the WA and EA in the Republic of Lithuania and exercise the rights granted to the Association LTU Aquatics in the pursuit of the aims of development of the disciplines of swimming, diving, artistic swimming, open water swimming, and master swimming in Lithuania;
- 2.1.5. To perform accounting of the professional and amateur swimmers under the sports disciplines under clause 1.1 herein in Lithuania and coordination of these persons;
- 2.1.6. Administration of the Association LTU Aquatics membership and system of licensing of the persons participating in the activities of the sports disciplines under clause 1.1 herein, collection of the membership and/or licensing fee;
- 2.1.7. Coordination of the sporting activities of the Lithuanian swimming organizations;
- 2.1.8. Scholarship allocation and payment to the swimmers, coaches and/or other swimming specialists.
- 2.2. For the purposes of implementation of the aims under clause 2.1 herein, the association:
 - 2.2.1. represents the interests of its members and protects their rights at the state and municipal authorities of the Republic of Lithuania, non-governmental organizations, courts, and arbitral institutions of the Republic of Lithuania in the cases provided for by the laws and the Articles;
 - 2.2.2. represents the swimming, diving, artistic swimming, and open water swimming disciplines at the National Olympic Committee of Lithuania, WA, EA, and other international organizations;
 - 2.2.3. ensures preparation of the Lithuanian national teams and their participation in the Olympic Games, World and European Championships, and other international sports competitions;
 - 2.2.4. disposes of the Association LTU Aquatics funds for the purpose of implementation of its aims;
 - 2.2.5. collects, aggregates, and analyses information about activities of the Association LTU Aquatics members and develops recommendations for the development of the activity; performs accounting of the sports disciplines under the Association LTU Aquatics guidance, collects and accumulates information on the development thereof;
 - 2.2.6. promotes and spreads information about the activities of the Association LTU Aquatics and its members in the Republic of Lithuania and abroad by using the name, symbols, logos, and trademarks of the Association LTU Aquatics; the members are eligible to use the symbols of the association upon the respective consent of the Association LTU Aquatics only;
 - 2.2.7. organizes the conferences, meetings, workshops, joint events of the Association LTU Aquatics members, and other events intended to pursue the aims of the Association LTU Aquatics;
 - 2.2.8. implements programs and projects with the municipalities, the National Olympic Committee of Lithuania, authority(s) of the Republic of Lithuania that develop(s) and implement(s) the physical fitness and sports-related policies in the Republic of Lithuania, and other public and private organizations in Lithuania and abroad;
 - 2.2.9. develops the schedule of sports competitions, organizes and controls compliance of all the Association LTU Aquatics members with the schedule;

- 2.2.10. organizes national championships, competitions, and other sports events, sports training camps for the national teams;
- 2.2.11. promotes learning to swim and safe conduct near water;
- 2.2.12. prepares the educational materials about the promoted sports under the Association LTU Aquatics guidance;
- 2.2.13. disseminates the information about its activities, promotes the Association LTU Aquatics aims and objectives by using various methods;
- 2.2.14. maintains liaison with international organizations the activity and aims of which are not in conflict with the Constitution and other laws of the Republic of Lithuania;
- 2.2.15. handles the registration documents of the athletes representing foreign clubs and foreigners coming to the Lithuanian clubs, in accordance with the requirements established by the WA and EA;
- 2.2.16. promotes knowledge exchange (sharing) with swimming federations abroad;
- 2.2.17. pays the WA and EA member fee in accordance with the established procedure.
- 2.3. The Association LTU Aquatics is eligible to carry out the following economic commercial activities listed in the classification of economic activities as provided for by the laws.
- 2.4. For the implementation of the activities provided in the Articles herein, the Association LTU Aquatics can:
 - 2.4.1. hold bank accounts;
 - 2.4.2. purchase or otherwise acquire, manage, use and dispose of the assets as provided for by the laws, other regulations of the Republic of Lithuania, and the Articles herein;
 - 2.4.3. enter into agreements/contracts and assume obligations;
 - 2.4.4. provide paid services and establish the prices thereof;
 - 2.4.5. give and receive charity and sponsorship as provided for by the laws of the Republic of Lithuania;
 - 2.4.6. establish branch offices and agencies;
 - 2.4.7. establish or participate in the establishment of other limited liability legal entities and become a participant of the legal entities as provided for by the laws of the Republic of Lithuania;
 - 2.4.8. use funds for the implementation of the aims laid down in the Article herein.
- 2.5. The Association LTU Aquatics may acquire and possess only the civil rights and duties that are not in conflict with the aims of its activity established in the laws of the Republic of Lithuania and the Articles herein.

III. ASSETS AND SOURCES OF REVENUE OF THE ASSOCIATION LTU AQUATICS. REQUIREMENTS ON PAYMENT OF INITIAL CONTRIBUTION AND MEMBERSHIP FEES

- 3.1. The Association LTU Aquatics may hold ownership of any movable and immovable property, including, but not limited to monetary funds, under the property right, unless provided for otherwise by the laws and regulations of the Republic of Lithuania.
- 3.2. Sources of revenue of the Association LTU Aquatics are as follows:

- 3.2.1. initial membership contribution, membership fees, and earmarked contributions;
- 3.2.2. ring-fenced funds and assets of the state and/or municipalities, funds, and assets dedicated to the funding of the physical fitness and sports programs conducted by the Association LTU Aquatics, funds, and assets dedicated to the funding of elite sports programs;
- 3.2.3. support to natural persons and/or legal entities of the Republic of Lithuania or other countries, funds, and assets transferred at no cost;
- 3.2.4. assets inherited by the Association LTU Aquatics under a will or on other grounds;
- 3.2.5. interest paid by credit institutions for the Association LTU Aquatics funds held in the accounts therein;
- 3.2.6. other lawfully acquired funds.
- 3.3. Any assets of the Association LTU Aquatics, including monetary funds, shall be used for the pursuit of the aims provided for in the Articles herein, acquisition and operation of long-term assets and inventory, and organization of activities of the Association LTU Aquatics bodies.
- 3.4. The value, payment procedure, and time limits for payment of the initial membership contributions and annual membership fees are established by the individual decision of the Association LTU Aquatics Conference (hereinafter – the “**Conference**”). The annual membership fee shall be paid no later than by 1 March of the current year.

IV. MEMBERS OF THE ASSOCIATION LTU AQUATICS, THEIR RIGHTS AND DUTIES, MEMBER ADMISSION, WITHDRAWAL, AND EXPULSION

- 4.1. The Association LTU Aquatics members may be legal entities – formal and informal education establishments, city or district sports federations, associations, clubs registered in the Republic of Lithuania and promoting and developing swimming, diving, artistic swimming, open water swimming, and masters swimming, and recognizing the Association LTU Aquatics Articles, WA Constitution, by-laws, rules, and regulations.
- 4.2. Membership in the Association LTU Aquatics shall not be available to any legal entities established and conducting the activities under clause 4.1 herein for less than 1 (one) year; or the legal entities that have failed to submit the financial accountability documents to the Register of Legal Entities for 2 (two) or more years; or the legal entities with one participant only; or the legal entities that are the subject of bankruptcy, restructuration or insolvency proceedings; or the legal entities which or any members or governing body or heads of which have been recognized as guilty to the commitment of an act of offense. Membership of the Association LTU Aquatics shall not be available to any legal entities, either registered in the Republic of Lithuania or abroad, the founders and/or participants of which are current members of the Association LTU Aquatics, save for the companies established by the state and municipalities (public legal entities).
- 4.3. A legal entity shall be admitted as the member of the Association LTU Aquatics only after their candidacy is approved by at least 2/3 (two-thirds) of the votes of the Executive Committee. A legal entity applying for the Association LTU Aquatics membership shall submit the written application that states the motivated arguments behind the request to be accepted as a member, current and planned activities, purpose of joining, and shall also submit the following documents:
 - 4.3.1. copy of the effective Articles of Association of the legal entity applying for membership;
 - 4.3.2. copy of the document certifying the fact of payment of the admission fee;
 - 4.3.3. copy of the document certifying the fact of registration of the legal entity applying for membership with the Register of Legal Entities or an extended excerpt from the Register of Legal Entities;

- 4.3.4. the list of officials of the legal entity applying for membership who have power of signature and are duly authorized to represent the entity in relations with the third parties and of the members of the governing bodies;
 - 4.3.5. the list of members of the legal entity applying for membership;
 - 4.3.6. the pledge of the legal entity applying for membership to participate in and organize any competitions only upon prior agreement of the Association LTU Aquatics Executive Committee;
 - 4.3.7. copy of the decision to apply for the Association LTU Aquatics membership adopted by the competent body of the legal entity applying for membership;
 - 4.3.8. written letters of endorsement by 3 (three) members of the Association LTU Aquatics endorsing the candidate as an Association LTU Aquatics member.
- 4.4. Rights of the Association LTU Aquatics members:
 - 4.4.1. to participate in the Conference with the right of a casting vote;
 - 4.4.2. to participate in the governance, elect, be elected to the governing bodies of the Association LTU Aquatics;
 - 4.4.3. to apply to the Association LTU Aquatics Executive Committee in writing and, according to its regulation, propose to include the relevant issues into the agenda of the Conference or session;
 - 4.4.4. to use the services provided by the Association LTU Aquatics;
 - 4.4.5. to use the information accumulated by the Association LTU Aquatics and symbols thereof in accordance as established by the Conference and without prejudice to the laws and other regulations of the Republic of Lithuania;
 - 4.4.6. to become familiar with the Association LTU Aquatics documents, including the list of the Association LTU Aquatics members, and obtain all information held by the Association LTU Aquatics about its activity as provided for herein;
 - 4.4.7. to participate in the preparation and execution of the Association LTU Aquatics activity programs, projects, and events;
 - 4.4.8. to withdraw from the Association LTU Aquatics at any time. In this case, the initial membership contributions and membership fees or any funds and assets transferred to the Association LTU Aquatics otherwise shall not be subject to refund;
 - 4.4.9. other rights provided for by the laws and regulations of the Republic of Lithuania and the Articles herein.
 - 4.5. The Association LTU Aquatics membership shall not preclude its members' rights and duties in engagement in independent activities.
 - 4.6. Duties of the Association LTU Aquatics' members:
 - 4.6.1. to comply with the Articles;
 - 4.6.2. to comply with the WA Constitution, by-laws, rules and regulations and enforce the decisions adopted by the WA, disciplinary bodies thereof, World Anti-Doping Agency (WADA), and Court of Arbitration for Sport (CAS);
 - 4.6.3. to enforce the decisions adopted by the Conference and Executive Committee;
 - 4.6.4. to pay the membership fee in a timely manner;

- 4.6.5. to notify on any change of the registered office address or other details in writing. In case of failure to notify on any change, the notifications shall be sent to the most recent address specified by the Federation and shall be deemed to have been duly delivered;
- 4.6.6. to maintain loyalty to the Association LTU Aquatics, refrain from any actions that may cause damage to the Association LTU Aquatics, WA and/or to their reputation, and not express own opinion on behalf of the Association LTU Aquatics, unless separate consent has been granted by the Executive Committee; not engage in any activities that may cause damage to the Association LTU Aquatics, its reputation and prestige of the sports disciplines under the Association LTU Aquatics guidance;
- 4.6.7. to submit annual activity report under the procedure established by the Executive Committee;
- 4.6.8. to keep commercial (industrial) and other secrets and confidential information of the Association LTU Aquatics and its members and not disclose any of such information to any third parties.
- 4.7. Members shall be admitted to the Association LTU Aquatics by the decision of the Executive Committee. A legal entity seeking the Association LTU Aquatics membership shall submit the written application and the copies of documents of their incorporation certified according to the laws, to the Executive Committee.
- 4.8. A legal entity seeking the Association LTU Aquatics membership shall comply with the following eligibility criteria:
 - 4.8.1. the candidate's activity shall comply with the aims of the Association LTU Aquatics activity and its (candidate's) participation shall be significant to the Association LTU Aquatics activities;
 - 4.8.2. admission of the candidate shall not affect the Association LTU Aquatics integrity, capacity to duly represent all members' interests, and shall not otherwise cause damage to the Association LTU Aquatics activity and/or governance;
 - 4.8.3. the candidate shall have experience in the organization of sports events on the local, regional, national or international level and submit evidence of such activity;
 - 4.8.4. the candidate shall have written letters of endorsement by 3 (three) members of the Association LTU Aquatics endorsing the candidate as an Association LTU Aquatics member;
- 4.9. The application shall be considered at the nearest session of the Executive Committee. The Executive Committee may request the legal entity to submit additional documents and data on the activity of the legal entity. The candidate for the Association LTU Aquatics membership shall be notified about the decision by the Executive Committee in writing, including by email.
- 4.10. The Association LTU Aquatics membership may be suspended for a period of up to 3 (three) years by the decision of the Executive Committee. The membership suspension period shall be determined by the Executive Committee taking into account the reasons and other circumstances of the suspension. In the membership suspension period, the Association LTU Aquatics member is not entitled to enforce the rights of an Association LTU Aquatics member.
- 4.11. Membership in the Association LTU Aquatics may be suspended in the following cases:
 - 4.11.1. at the request of the Association LTU Aquatics member;
 - 4.11.2. failure by the Association LTU Aquatics member to participate in the Association LTU Aquatics activity (for sports-related or other reasons);
 - 4.11.3. failure by the Association LTU Aquatics member to pay the annual membership fee of the Association LTU Aquatics;

- 4.11.4. other significant reasons that do not constitute the grounds for expulsion of the member from the Association LTU Aquatics on the grounds of and as provided for by the Articles herein;
- 4.11.5. suspicion of committing a criminal offense brought against the member, member of the governing body, or head of the member as provided for by the laws;
- 4.12. The Association LTU Aquatics membership shall be renewed by the decision of the Executive Committee after the circumstances causing the suspension to cease to exist or upon expiry of the suspension period; however, only based on the separate written request of the member whose membership had been suspended. In case of failure to submit the request, the membership suspension shall resume until submission of the request and decision of the Executive Committee or expulsion of the member from the Association LTU Aquatics.
- 4.13. Grounds for termination of the Association LTU Aquatics membership:
- 4.13.1. voluntary withdrawal from the Association LTU Aquatics;
- 4.13.2. termination of the Association LTU Aquatics activity;
- 4.13.3. expulsion from the Association LTU Aquatics in the following cases;
- a) infringement of the laws and other regulations of the Republic of Lithuania and the Articles herein by the member;
 - b) damage to the reputation of the Association LTU Aquatics, discreditation of the name of the Association LTU Aquatics by the member;
 - c) prevention of the Association LTU Aquatics to pursue its aims by the member;
 - d) systematic, i.e. two or more subsequent, events of improper, undue, or incomplete payment of the membership fee or a part thereof by the member;
 - e) suspension of the Association LTU Aquatics membership for more than 3 years;
 - f) failure by the member to comply with the requirements applicable to the Association LTU Aquatics members as provided for by the Articles, or member's activity is incompatible with participation in the Association LTU Aquatics activity or is in conflict with the Association LTU Aquatics interests;
 - g) the member is the subject of any bankruptcy, restructuration, or insolvency proceedings under the court resolution;
 - h) the member and/or its member, member of the governing bodies, and/or head of the member has been found guilty for the commitment of a criminal offense.
- 4.14. Decision on the expulsion of the member from the Association LTU Aquatics shall be adopted by the Executive Committee. The member shall be deemed to have been expelled from the Association LTU Aquatics and loses the rights and duties of an Association LTU Aquatics member as of the moment of adoption of the decision by the Executive Committee. In the event that the expelled member objects to the decision on expulsion, it shall be entitled to submit the written application to the Executive Committee within 10 (ten) days from the day of adoption of the decision, requesting the Association LTU Aquatics to convene the Conference. In this event, the Executive Committee shall convene the Conference immediately as provided for by the Articles herein. In case the Association LTU Aquatics member has requested the Association LTU Aquatics to convene the Conference, the decision of the Executive Committee on the expulsion shall be suspended. The Conference is entitled to approve the member's expulsion or restore its membership in the Association Ltu Aquatics.

- 4.15. The Executive Committee shall review the Association LTU Aquatics member list and verify compliance of the Association LTU Aquatics members with the requirements provided for and with the duties established in the Articles herein every calendar year, but no less than 1 (one) month before the ordinary Conference. In the event that a member has been found to not comply with the duties established in the Articles herein and/or with the requirements provided for in the Articles herein, the Executive Committee shall be entitled to suspend the membership of the respective member or expel the respective member as provided for in the Articles herein.
- 4.16. Termination of membership does not relieve the Association LTU Aquatics member from payment of the membership fee and other duties in relation to the Association LTU Aquatics for the period before the termination of membership.

V. GOVERNANCE OF THE ASSOCIATION LTU AQUATICS

- 5.1. The Association LTU Aquatics shall assume the civil rights and duties and shall exercise them through the Association LTU Aquatics governing bodies formed and acting in accordance with the procedure provided for in the Articles herein.
- 5.2. The Association LTU Aquatics bodies are:
 - 5.2.1. The Conference, which has all the rights of the general meeting of members.
 - 5.2.2. The Executive Committee, which is a collegial body of the Association LTU Aquatics governance.
 - 5.2.3. The President is a single-person body of the Association LTU Aquatics governance.
 - 5.2.4. The Disciplinary and Ethics Commission of the Association LTU Aquatics is a legal disciplinary body.
- 5.3. The Association LTU Aquatics may form councils and commissions, which are not the governing bodies, including the Council of Coaches, the Council of Referees, and other commissions; their number and composition shall be established by the Executive Committee. These commissions shall be approved by the Executive Committee at the first session of its term of office. The Commissions shall operate in accordance with the rules of procedure approved by the Executive Committee.

VI. CONFERENCE

- 6.1. The Conference is the supreme body of the Association LTU Aquatics, which deals with the essential issues of the Association LTU Aquatics.
- 6.2. The Conference:
 - 6.2.1. amends the Articles of the Association LTU Aquatics;
 - 6.2.2. elects the President for the four-year term of office; elects the first vice-president or vice-presidents at the President's proposal;
 - 6.2.3. elects the members of the Executive Committee;
 - 6.2.4. has the power to dismiss persons from the elected offices;
 - 6.2.5. approves the annual activity plan of the Association LTU Aquatics;

- 6.2.6. approves the annual financial accountability and independent auditor's report for the respective period;
- 6.2.7. approves the budget for the following period, calendar schedule of sports and other events;
- 6.2.8. establishes the value and payment procedure for the initial membership contribution and membership fee of the Association LTU Aquatics;
- 6.2.9. adopts the decision on reorganization or termination (reorganization or winding up) of the Association LTU Aquatics;
- 6.2.10. adopts the decision on the establishment of other legal entities or becoming a participant of other legal entities;
- 6.2.11. establishes the types and amounts of transactions that the President of the Association LTU Aquatics may enter into only with the prior consent of the Executive Committee;
- 6.2.12. deals with other issues within the competence of the Conference as provided by the laws, other regulations of the Republic of Lithuania, and the Articles herein.
- 6.3. The Conference shall not be entitled to delegate any issues within the competence of the Conference to other Association LTU Aquatics bodies.
- 6.4. The Conferences may be ordinary, reporting-electoral, and extraordinary. The ordinary conferences shall be convened by the Executive Committee on the annual basis and no later than 3 (three) months from the end of the reporting fiscal year. The reporting-electoral conferences shall be convened every four years after the Summer Olympic Games. The extraordinary Conference shall be convened if requested by at least 1/3 of the Association LTU Aquatics members, the President, by the decision of the Executive Committee, or as provided for under clause 4.13 of the Articles herein. The initiators of the extraordinary conference shall submit the application to the Association LTU Aquatics specifying the reasons for the convention of the Conference, draft agenda, and proposals on the date and place of the session. In case the proposed agenda issues cannot be solved otherwise, the Executive Committee shall convene the Conference within 15 days from the submission of the application.
- 6.5. The date and place of the Conference shall be determined by the Executive Committee as provided for in the Articles herein.
- 6.6. The Secretary-General shall notify the Association LTU Aquatics members on the place, date, time, and agenda of the Conference in writing at least 15 (fifteen) days prior to the Conference date. In case of a member's written request, the Secretary-General shall provide the Association LTU Aquatics member with all the materials related to the Conference agenda and the decisions projected at the Conference. The notifications shall be submitted to the Association LTU Aquatics members as provided for under clause 14.1 in the Articles herein. In case the Association LTU Aquatics members have any remarks and/or proposals on the planned agenda or draft solutions of the ordinary Conference, they shall submit the remarks and/or proposals to the Secretariat of the Association LTU Aquatics in writing at least 10 days prior to the date of Conference.
- 6.7. The vote counting commission shall be elected at the Conference.
- 6.8. The Conference may adopt decisions if the participation quorum of 1/2 (half) of the Association LTU Aquatics members is present. The representatives of the Association LTU Aquatics members intending to participate in the Conference shall present documented evidence of their delegation or election. The decisions shall be adopted by the simple majority of votes of the

members participating at the Conference. The decisions under clauses 6.2.1 and 6.2.9 of the Articles herein shall be adopted by the majority of at least 2/3 (two-thirds) of the votes of the members participating in the session.

- 6.9. Election of the President and other elective members is conducted by secret ballot unless only one candidate has been proposed for the President's office. In this case, an open ballot may be used for the election if the Conference approves.
- 6.10. Each Association LTU Aquatics member has one vote at the Conference. The Association LTU Aquatics members may be represented only by the members of governing bodies specified in the respective incorporation documents of the respective members.
- 6.11. If the quorum is not present at the Conference, the Conference shall be reconvened as provided for by the Articles herein within at least 15 (fifteen) days and no later than 30 (thirty) days with the right to adopt decisions in relation to the issues of the agenda of the failed Conference irrespective of the number of the participating members.
- 6.12. The members participating in the Conference (procurators thereof) shall be registered by signing on the registration list. The list shall be signed by the Chairperson and Secretary of the Conference.
- 6.13. The minutes of the Conference shall be signed by the Chairperson and Secretary of the Conference within 7 (seven) working days.
- 6.14. The Association LTU Aquatics may provide the possibility for the members to participate and vote at the Conference by electronic means of communication. To provide the possibility for the members to participate and vote at the Conference by electronic means of communication, only the requirements and limitations of use thereof that are necessary for identity verification and security of the transferred information may be applied, and only in case they are proportionate to the goals herein.

VII. EXECUTIVE COMMITTEE

- 7.1. The number of the Executive Committee members shall be established by the Conference, but shall be at least 5 members: the Association LTU Aquatics President, first Vice-president, Vice-president, and other members elected for the 4 (four)-year term of office. Members of the Executive Committee shall not be employees of the Association LTU Aquatics Secretariat, save for the Secretary-General. A person cannot be elected as a member of the Executive Committee and/or Vice-president for more than 2 (two) subsequent office terms. If individual members of the Executive Committee are elected, they shall be elected before the expiry of the current office term of the Executive Committee.
- 7.2. A member of the Executive Committee may resign before the end of the office term by submitting the written request to the Executive Committee at least 14 (fourteen) days in advance. In case a member of the Executive Committee is incapable of complying or properly complying with the duties, the Conference shall be entitled to suspend his authority on the President's proposal and propose to replace him with another person.
- 7.3. The Executive Committee starts its activities with the decision of the Conference approving the composition of the Executive Committee and pursues them until the approval of other composition of the Executive Committee, but no longer than until the ordinary Conference taking place in the final year of the office term.
- 7.4. The Executive Committee performs the following functions:

- 7.4.1. approves the rules of procedure of the Executive Committee;
- 7.4.2. adopts decisions on the establishment of the Association LTU Aquatics branch offices and agencies or termination of their activities, approves the statutes of such subdivisions;
- 7.4.3. approves the chairmen of the Councils of Coaches and Referees and heads of other commissions, who coordinate particular areas of the Association LTU Aquatics activities;
- 7.4.4. approves the Secretary-General whose candidature is proposed by the President;
- 7.4.5. approves the structure and list of job titles of the Association LTU Aquatics Secretariat drafted by the Secretary-General and job descriptions of the Association LTU Aquatics employees;
- 7.4.6. approves the procedure of salary estimation and incentives of the Association LTU Aquatics staff drafted by the Secretary-General;
- 7.4.7. adopts decisions to convene the Association LTU Aquatics Conference, drafts and approves its agenda;
- 7.4.8. enforces the Association LTU Aquatics strategic activity plan, programs approved by and decisions adopted by the Conference, organizes the planned events, administers the funds intended for implementation of the activity program, and performs other assignments of the Conference;
- 7.4.9. considers and approves the competition calendar, its amendment and plans of other measures;
- 7.4.10. approves the composition of the Lithuanian national teams and their coaches, approves training programs of the Lithuanian national teams, and, on the proposal of the Council of Coaches, approves the composition of delegations for the international competitions;
- 7.4.11. decides on the admission of new members, the expulsion of members as provided for in the Articles herein;
- 7.4.12. submits proposal to the Conference on the recall of the President and Vice-president(s) from the office;
- 7.4.13. submits draft annual financial accountability of the Association LTU Aquatics and the independent auditor's conclusion to the Conference;
- 7.4.14. deals with other governance and operational issues of the Association LTU Aquatics within the limits of its competence;
- 7.4.15. determines the information that shall be deemed a commercial (industrial) secret of the Association LTU Aquatics;
- 7.4.16. organizes and assures the financial audit of the Association LTU Aquatics;
- 7.4.17. submits the draft strategic plan of the Association LTU Aquatics to the Conference and supervises the implementation thereof;
- 7.4.18. approves the Association LTU Aquatics code of ethics, disciplinary, anti-doping rules, rules on the safety of the coordinated discipline competitions, prohibition of manipulations in sports, prevention of spectator violence during the competitions, and establishes liability for violation of these rules;
- 7.4.19. organizes voluntary activity in accordance with the Law on Volunteering of the Republic of Lithuania;
- 7.4.20. decides on the provision of the security of performance of the Association LTU Aquatics obligations (e.g., pledge of assets, etc.);

- 7.4.21. establishes the salaries of the President and Secretary General;
- 7.4.22. performs other functions assigned to the competence of the Executive Committee by the laws of the Republic of Lithuania, other regulations, and the Articles herein.
- 7.5. The right of initiative to convene the session of the Executive Committee belongs to 1/3 (one-third) of the Executive Committee members and the President. The Secretary-General shall notify the members of the Executive Committee on the convened session in writing, at least 7 (seven) days prior to the prospective date of the session. The sessions of the Executive Committee shall be convened at least 4 times a year. Minutes shall be taken during the sessions. The Secretary-General is entitled to participate in the sessions of the Executive Committee without the right to vote, unless the Secretary-General is also a member of the Executive Committee, or unless decided otherwise by the Executive Committee.
- 7.6. The Executive Committee may adopt decisions if more than ½ (half) of the members of the Executive Committee are present at the session. Each member of the Executive Committee has one vote. The decisions are adopted by the simple majority of votes of the Executive Committee members participating in the session. In case of equal distribution of votes, the vote of the Association LTU Aquatics President shall be the decisive voice. If, in the event of equal distribution of votes, the President is not present in the adoption of the decision, the casting vote shall be given to the Chairperson of the session.
- 7.7. The Association LTU Aquatics may provide the possibility for the members to participate and vote at the Conference by electronic means of communication. The procedure of participation and voting by the electronic means of communication is established in the rules of procedure of the Executive Committee.
- 7.8. The sessions of the Executive Committee are chaired by the President; by the President and, in case of absence or inability to carry out the duties for other reasons – by the first Vice-president.

VIII. PRESIDENT

- 8.1. The President is a single-person governing body of the Association LTU Aquatics elected for the 4 (four)-year term of office. A person cannot be elected as the President for more than 2 (two) subsequent office terms. The President is elected for the four-year term of office by the President; The 4-year period is calculated from the end of the Summer Olympic Games organized by the International Olympic Committee (IOC) to the end of the next Summer Olympic Games (end of the Olympic cycle), i.e. elections of the President are conducted in the same year as the Summer Olympic Games conducted by the IOC. In this case, the Association LTU Aquatics reporting-electoral conference may be convened upon the end of the Summer Olympic Games, i.e. upon the end of the Olympic cycle. This clause of the Articles shall also be applied to the President elected and performing the functions during any Olympic cycle.
- 8.2. The President:
 - 8.2.1. directs the Association LTU Aquatics activities;
 - 8.2.2. chairs the sessions of the Executive Committee and coordinates its activities; establishes the areas of activity and duties allocated to the members of the Executive Committee;
 - 8.2.3. issues authority to the Vice-presidents, the Secretary-General, other members of the Executive Committee, and members of the commissions to perform the functions allocated to their respective competence;

- 8.2.4. signs the decisions of the Executive Committee and monitors the implementation thereof, unless the Executive Committee has authorized another member of the Executive Committee to sign the certain decision of the Executive Committee;
- 8.2.5. enters into and signs the transactions, agreements/contracts with the natural persons and/or legal entities on behalf of the Association LTU Aquatics;
- 8.2.6. represents the Association LTU Aquatics in the courts, arbitral institutions, state and municipal authorities, international organizations (WA, EA, and others), and relations with other legal entities and natural persons;
- 8.2.7. hires and dismisses the employees, concludes the employment contracts with them;
- 8.2.8. imposes disciplinary penalties, and incentives to the employees;
- 8.2.9. drafts and submits the annual report on the Association LTU Aquatics activities to the Association LTU Aquatics;
- 8.2.10. coordinates the drafting of the strategic plan of the Association LTU Aquatics and assures the implementation thereof;
- 8.2.11. is responsible for the formation of the annual financial accountability of the Association LTU Aquatics and submission thereof to the Executive Committee and the Conference;
- 8.2.12. performs other functions applicable to the President as provided for in the laws of the Republic of Lithuania, other regulations, and the Articles of the Association LTU Aquatics.
- 8.3. The President may have deputies who are the first Vice-president and vice-president. The individuals are approved for the offices of the first Vice-president and vice-president at the Conference at the proposal of the President. The President, the Vice-presidents, and the members of the Executive Committee may be paid for their activities.
- 8.4. The President may be recalled under the decision of the Conference, if the Conference decides that the President has failed to comply with the Articles herein, has neglected the Association LTU Aquatics interests, or has intentionally compromised them, or confidence has been lost in him/her.
- 8.5. In case of the President's resignation or illness, or in case of the President's incapacity to perform the duties for any other reasons, the President's duties shall be temporarily performed by the first Vice-president. In case of the President's death, recognition of the President as legally incapable under the procedure provided for by the laws of the Republic of Lithuania, President's resignation or recall from the office under the decision of the Conference under clause 8.4 of the Articles, the Executive Committee shall convene the Conference for election of a new President for the remain part of the office term within 10 calendar days.

IX. SECRETARY-GENERAL

- 9.1. The Secretary-General directs the activities of the Association LTU Aquatics Secretariat.
- 9.2. Upon the President's proposal, the Secretary-General shall be appointed and his/her salary shall be determined by the Executive Committee. The competition for the Secretary-General position may be held. The employment contract with the Secretary-General shall be signed by the President. The employment contract with the Secretary-General shall be concluded for the term of office of the Executive Committee.

- 9.3. In the performance of his/her activities, the Secretary-General shall comply with the laws of the Republic of Lithuania and other regulations, the Articles herein, staff regulations approved by the Executive Committee, and decisions of the Conference and Executive Committee.
- 9.4. The Secretary-General performs the following functions:
 - 9.4.1. enforces the decisions of the Conference, the President, and the Executive Committee, organizes and directs the activities of the Secretariat, and handles current administrative affairs of the Association LTU Aquatics;
 - 9.4.2. acts on behalf of the Association LTU Aquatics in all and any state institutions and authorities, represents the Association LTU Aquatics in the courts and arbitrary institutions, and in relations with the third (either private or public) parties in accordance with the authorization issued by the President;
 - 9.4.3. prepares the program of the Association LTU Aquatics activities, annual calendar of the sports competitions, rules and regulations of the sports competitions;
 - 9.4.4. prepares the list of job titles and rules of procedure of the staff of the Association LTU Aquatics Secretariat and submits them for the consideration of the Executive Committee;
 - 9.4.5. prepares the procedure for salary estimation and incentives to the Association LTU Aquatics employees and submits it for the consideration of the Executive Committee;
 - 9.4.6. submits the report on the Association LTU Aquatics activities to the Executive Committee at least once per quarter;
 - 9.4.7. is responsible for the notification of the Association LTU Aquatics members on the place, date, time, and agenda of the convened Conference in accordance with the data provided to the Secretary-General by the Executive Committee; notification on the place, date, time, and agenda of the session of the Executive Committee in accordance with the data provided to the Secretary-General by the President.

X. CONTROL OF FINANCIAL PERFORMANCE

- 10.1. In case the Association LTU Aquatics employs the chief financial officer (CFO) (the accountant), he/she shall not be related by blood or marriage to any members of the governing bodies, heads of the Association LTU Aquatics; a legal entity may perform the CFO functions on the contract basis.
- 10.2. The control of the financial performance of the Association LTU Aquatics is performed by an independent auditor elected by the Executive Committee as provided for by the Articles herein and the laws of the Republic of Lithuania. The auditor audits the financial statements of the Association LTU Aquatics and submits his/her report to the Conference in accordance with the laws and other regulations of the Republic of Lithuania and the documents governing the professional activity.
- 10.3. The Secretary-General of the Association LTU Aquatics shall present the requested financial and accounting documents to the auditors.
- 10.4. The report on activities of the Association LTU Aquatics shall include all the mandatory information in accordance with the Law on Associations of the Republic of Lithuania.
- 10.5. The report on the Association LTU Aquatics activities and set of annual financial statements shall be submitted to the Register of Legal entities and published on the official website of the

Association LTU Aquatics as provided for by the Law on Associations of the Republic of Lithuania.

XI. DISCIPLINARY AND ETHICS COMMISSION OF THE ASSOCIATION LTU AQUATICS

- 11.1. The Disciplinary and Ethics Commission of the Association LTU Aquatics is the legal disciplinary body of the Federation.
- 11.2. The Disciplinary and Ethics Commission of the Association LTU Aquatics consists of (3) members elected for two-year office term by the Executive Committee. An elected member of the Disciplinary and Ethics Commission of the Association LTU Aquatics may serve as the member of this Commission for an unlimited number of office terms.
- 11.3. The Disciplinary and Ethics Commission of the Association LTU Aquatics may impose sanctions provided for in the Disciplinary and Ethics Code of the Association LTU Aquatics.
- 11.5. The Disciplinary and Ethics Commission of the Association LTU Aquatics deals with all the disputes and disagreements rising among the Association LTU Aquatics members and the Association LTU Aquatics related to the Association LTU Aquatics Articles, rules, resolutions and decisions of the Association LTU Aquatics bodies under the preliminary out-of-court procedure. The rules of preliminary out-of-court dispute resolutions shall be determined by the Executive Committee.

XII. ESTABLISHMENT AND WINDING UP OF BRANCH OFFICES AND AGENCIES

- 12.1. The Association LTU Aquatics shall be entitled to establish branch offices and agencies in the Republic of Lithuania and other countries. The branch offices and agencies established by the Association LTU Aquatics shall not be legal entities. The Association LTU Aquatics shall be liable for the obligations of the branch offices, and the branch offices shall be liable for the obligations of the Association LTU Aquatics.
- 12.2. The decision on the establishment of a branch office or entity or termination of the activities thereof shall be adopted by the Executive Committee.
- 12.3. The Association LTU Aquatics branch offices and agencies shall operate in accordance with the statutes of the respective Association LTU Aquatics branch office approved by the Executive Committee; the statutes of the branch office shall comply with the requirements provided for in the laws and other regulations of the Republic of Lithuania.
- 12.4. The activities of the Association LTU Aquatics branch office or agency shall be organized and conducted by the Director who shall become entitled to represent the branch office or agency in relations with the third parties only upon the registration of the respective Association LTU Aquatics subdivision. The right to appoint and recall the Director of the branch office or agency shall be reserved to the Association LTU Aquatics President.
- 12.5. The Association LTU Aquatics may have an unlimited number of branch offices and agencies.

XIII. ASSETS AND FUNDS OF THE ASSOCIATION LTU AQUATICS

- 13.1. The Association LTU Aquatics may, by property right, own buildings, vehicles, facilities, and other assets necessary for the activities provided for in the Articles herein and acquired using the following sources of funds:
 - 13.1.1 initial membership contributions and current membership fees;
 - 13.1.2 ring-fenced funds of the state and municipality, funds intended for the implementation of the physical fitness and sports programs, funds of the masters sports programs;
 - 13.1.3 funds and assets transferred at no cost, support and charity by the natural persons and legal entities;
 - 13.1.4 inheritance by will or on other legal grounds granted to the Association LTU Aquatics;
 - 13.1.5 interests paid by the credit institutions for the funds held therein;
 - 13.1.6 other lawfully acquired funds.
- 13.2. The assets (including the monetary funds) acquired as support, charity, or any assets acquired otherwise at no cost shall be used by the Association LTU Aquatics as provided for in the Law on Associations of the Republic of Lithuania and the Articles herein.

XIV. PRESENTATION OF DOCUMENTS AND OTHER INFORMATION ON THE ASSOCIATION LTU AQUATICS ACTIVITIES TO THE MEMBERS

- 14.1. In case of a written request by any member of the Association LTU Aquatics, the Secretary-General shall, within 7 (seven) working days from the receipt of the request, provide the member with the opportunity to become familiar with and/or provide copies of the following documents: the Articles of Association of the Association LTU Aquatics, the annual financial accountability reports, the reports on activities of the Association LTU Aquatics, decisions of the Conference, decisions of the Executive Committee, the Association LTU Aquatics member lists, etc. that shall be public in accordance with the laws and other regulations of the Republic of Lithuania, unless any of such documents contain a commercial (industrial) secret of the Association LTU Aquatics.

XV. NOTIFICATION PROCEDURE

- 15.1. The notifications on the convened Conference and other Association LTU Aquatics notifications provided for in the Articles herein shall be sent to each Association LTU Aquatics member by email, fax, or registered letter, or delivered against signature. The notification on the convened Conference shall include its agenda, place, and date of the session.
- 15.2. The Secretary-General shall be responsible for the timely dispatch of the notifications.
- 15.3. Any public notifications related to the Association LTU Aquatics activities shall be published in the public notice publication of Public Enterprise Centre of Registers and/or on the Association LTU Aquatics website <https://www.ltuaquatics.com>. Where alternative notification methods are allowed by the laws and other regulations of the Republic of Lithuania and the Articles herein, the Executive Committee shall be entitled to decide on the specific notification method.

XVI. AMENDMENT OF THE ARTICLES OF ASSOCIATION

- 16.1. Amendment of the Association LTU Aquatics Articles of Association may be initiated by the persons holding the right to convene the Conference.

- 16.2. The Articles of Association may be amended only by the decision of the Conference adopted by the majority of votes at least 2/3 (two-thirds) of the Association LTU Aquatics members participating in the session.
- 16.3. Upon the adoption of the decision to amend the Articles by the Conference, full text of the amended Articles shall be written down and signed by the person authorized by the Conference.
- 16.4. The amended Articles shall come into effect and can be relied upon only after the registration of the amended Articles as provided for by the laws of the Republic of Lithuania.

XVII. REORGANISATION AND WINDING UP OF THE ASSOCIATION LTU AQUATICS

- 17.1. The issues of reorganization or winding up of the Association LTU Aquatics shall be decided by the Conference on the basis of the majority of 2/3 of the votes. The reorganization or winding up of the Association LTU Aquatics shall be performed in accordance with and on the basis of the Law on Associations of the Republic of Lithuania and the Civil Code of the Republic of Lithuania.

XVIII. OTHER PROVISIONS

- 18.1. The requirements on the number of terms of office of the President and Vice-presidents under clause 8.1 of the Articles herein shall become effective as of the first electoral Conference taking place upon the entry into force and registration of the Articles herein.