

Statutes
of the
European Waterpark Association e.V.

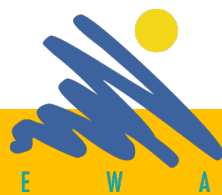




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Note: In these Articles of Association, the masculine form is used in a generalised manner to refer to all genders. This is not intended to be discriminatory, but merely to make the text easier to read. In principle, all genders are always implied unless specifically indicated otherwise.



I. NAME AND PURPOSE OF THE ASSOCIATION

§ 1 Name, registered office and association languages

1. The association bears the name "EWA – European Waterpark Association e.V.", abbreviated to EWA e.V. The association is entered in the register of associations.
2. The association's territory is Europe.
3. It is a legally competent association based in Nuremberg (Germany).
4. The primary language of the association is German. For non-German-speaking members, all communication tools (newsletter, website) are automatically translated into English and made available. An English translation is provided at all General Meetings and congresses; at seminars, training courses and small meetings, translation is provided automatically. All communication with the office can be in German and English. If there are more than 10 full members from a member country who do not speak German or English, the General Meeting may, at the request of the Executive Committee, decide to add another language as an association language.

§2 Purpose and tasks of the association

1. The association aims to promote and protect the commercial, economic, professional and trade interests of its members on a collective basis. Its goal is to become the leading association for waterparks and leisure pools in Europe. The association supports the creation of innovative and sustainable development, quality and excellence in the water park, leisure pool, thermal spa and sauna industry.
2. Within the scope of the association's purpose, the association performs the following tasks:
 - a) Representing the interests of its members in political bodies and vis-à-vis authorities and other institutions at European level and in countries with member companies.
 - b) Providing members with regular information on new developments in leisure science.
 - c) Supporting scientific projects to research the leisure behaviour of the population,
 - d) Informing the public about industry conditions and the range of services offered by its members.
 - e) Providing information about the association's member companies within the industry ("business to business").
 - f) Organising specialist conferences and seminars.
 - g) Promoting the exchange of information and experience within the association.
3. In order to fulfil its tasks, the association also represents the commercial interests of its members in public and in other organisations. To this end, it may acquire membership in such organisations and enter into cooperation agreements.
4. Economic concerns of individual members can only be dealt with or represented within the scope of the association's remit if they are in the interests of all members of a European country in which at least five full members of the association have their registered office.



5. Due to differing framework conditions (e.g. tax law, hygiene guidelines for swimming pools, standards, etc.), the association may establish a country section in countries in which at least five full members have their registered office, upon the recommendation of the Executive Committee. If the number of members in the country concerned falls, the country section shall be automatically dissolved; furthermore, the executive board may decide to dissolve it at any time.
6. The implementation of the association's statutory services is governed by the rules of procedure.

§ 3 Financial year

The financial year is the calendar year.

II. MEMBERSHIP

§ 4 Types of membership

1. The association comprises the following types of members:
 - a) Full members,
 - b) Associate members,
 - c) Supporting members,
 - d) Honorary members.
2. Full and/or associate membership is open to leisure and adventure pools, water parks, thermal baths and sauna worlds. Membership is open to natural or legal persons who own and/or operate such facilities.
3. Leisure and adventure pools or water parks are bathing facilities that are located outdoors or indoors and, due to their operational and architectural design and their equipment, are not primarily used for swimming as a sporting activity or exclusively for health therapy purposes. Thermal baths are health-oriented adventure pools. Sauna worlds with integrated wellness facilities are facilities that clearly stand out from conventional small sauna facilities due to their variety of different types of saunas and their size. The purpose of sauna worlds is to offer visitors several hours of relaxation with a wide range of recreational facilities.
4. Full membership is open to leisure and adventure pools, thermal baths, water parks and sauna worlds that meet the admission guidelines. The admission guidelines are set out in the appendix to § 5 No. 3 of the Articles of Association. The admission guidelines must also be maintained for the duration of membership.

Associate membership is open to natural and legal persons who are at an advanced stage of planning the construction and/or operation of leisure pools, water parks, thermal baths and sauna worlds which, based on their planning, are designed in such a way that they can later obtain full membership. Associate members are entitled to participate in all General Meetings and events of the association, but without voting rights.



5. Supporting members may be natural or legal persons as well as associations that wish to support the objectives of the association and whose membership is also in the interest of the association, but which cannot meet the requirements for full or associate membership. Supporting members are also entitled to attend all General Meetings of the association, but without voting rights. Supporting members are usually natural or legal persons who are involved in the field of "leisure".
6. Any natural person who has rendered outstanding services to the association or to the general promotion of leisure and adventure pools, water parks, thermal baths and sauna worlds may be appointed as an honorary member. If a person to be appointed as an honorary member has previously served as president, they may also be appointed as honorary president of the association.

§ 5 Acquisition of membership

1. Full, associate and supporting members are admitted upon application by resolution of the Executive Board. The resolution must be passed by a simple majority of the Executive Board.
2. All applications for admission must be submitted in writing.
3. If the application for full membership is not unanimously rejected by the Executive Board, it may be put to a vote at the next ordinary General Meeting at the request of the applicant. Applications for associate and supporting membership shall be decided upon by the Executive Board.
4. The admission guidelines are determined by the General Meeting on the recommendation of the executive committee.
5. Membership shall commence on the first day of the month following the decision on admission. Membership rights shall commence upon payment of the first (pro rata, if applicable) annual membership fee.
6. Honorary members and honorary presidents are appointed by the General Meeting on the recommendation of the Executive Committee.
7. Membership applications from countries in which the principles of democratic rule of law, human rights and freedom of expression and of the press are significantly violated may be rejected. This applies in particular to countries with authoritarian or totalitarian systems of government in which independent civil society activities are suppressed or criminalised.

§ 6 Rights and obligations of members

1. Members have the right to
 - a) make use of the association's services,
 - b) identify themselves as members of the EWA in all printed matter, on their business documents, etc., as well as in their facilities, and to use the EWA logo. Any misuse or misleading use will result in the initiation of exclusion proceedings.



2. Members undertake
 - a) to recognise the provisions of the association's statutes and to comply with the decisions of its bodies,
 - b) to promote the interests of the association and to support the association in every way,
 - c) to provide the association with the necessary information and documents for its membership file, as well as to immediately notify the association of any changes in the company, in the person of the owner, the partners, the authorised signatories or the managing director, and to submit the necessary information and documents to the association to the extent decided by the association for the performance of the association's tasks,
 - d) not to join or belong to any organisation or association whose objectives conflict with the objectives of the EWA. The Executive Board shall decide by simple majority whether a conflict of interest exists.

§ 7 Admission fees, contributions, levies and litigation fund

1. Contributions are levied (pro rata, if applicable) as annual contributions and are due on 1 January for the current membership year.
2. The levy for public relations work is charged (pro rata, if applicable) as an annual contribution. This levy is payable plus the applicable value added tax.
3. Levies may be charged for special occasions. This applies, for example, to the conduct of legal proceedings, in particular for unfair competition or for advertising or public relations measures. In the case of special services provided to individual member companies, the association shall be entitled to demand reimbursement of the special costs.
4. A litigation fund may be set up to conduct legal proceedings.
5. The amount of the annual membership fees, any levies and contributions to the litigation fund shall be determined by the General Meeting and regulated in a membership fee regulation. Honorary members are exempt from the obligation to pay membership fees.
6. The Executive Board is obliged to adjust membership fees and levies annually in line with the consumer price index. The adjustment is based on the consumer price index published by the Federal Statistical Office on 1 July of each year for Germany, measured as the change in the consumer price index (CPI) compared to the same month of the previous year. The adjustment takes place on 1 January of each year and is communicated to members in writing at least one month in advance. Any changes beyond this adjustment must be decided by the General Meeting on the recommendation of the Executive Board.

§ 8 Termination of membership

1. Membership shall end
 - a) upon termination by registered letter with a notice period of 6 months to the end of the calendar year,



- b) upon cessation of business at the end of the calendar year in which the business is discontinued,
- c) in the case of natural persons, upon death; in the case of legal entities, upon liquidation;
- d) upon legally binding closure of the business by the authorities,
- e) by expulsion.

Termination of membership does not affect the obligation to pay membership fees for the current financial year. Upon termination of membership, any claim by the former member to the association's assets shall lapse.

2. A member may be expelled by resolution of the Executive Board, in particular if one of the following reasons applies:
 - a) gross violation of the provisions of the Articles of Association, in particular § 6,
 - b) contribution arrears and arrears from levies despite three reminders,
 - c) a final criminal conviction of the owner, the authorised representative or any other person entrusted with representing the company at the General Meeting for a financial offence, provided that this is associated with a prison sentence of more than 6 months. Another reason for exclusion is the loss of civil rights for more than one year in connection with a final conviction.
 - d) Commencement of insolvency proceedings or rejection due to lack of assets,
 - e) Failure to meet the quality criteria for full members set out in the admission guidelines or failure to provide evidence of an advanced planning stage for associate members within 6 months of a reminder from the Executive Board,
 - f) other serious violations of the association's interests.
3. An appeal may be lodged against the expulsion. This must be done within one month. The Executive Board may remedy the appeal, otherwise the arbitration tribunal shall decide. The Executive Board may object to the vote of the arbitration tribunal. In this case, the General Meeting shall decide. Until the matter is decided, the remaining membership rights shall be suspended. If the Executive Board does not convene an arbitration tribunal, the General Meeting shall decide instead.
4. The Executive Board, or in urgent cases the President, may order the suspension of membership as a provisional measure if there is reasonable suspicion that grounds for expulsion exist.



III. ORGANS

§ 9 Organs of the Association

- I. The organs of the Association are:
 - a) the General Meeting,
 - b) the Executive Board,
 - c) the Committee of Supporting Members.

§ 10 General Meeting

- I. Unless the interests of the association or one tenth of the members (§ 37 BGB) require a General Meeting, the General Meeting shall take place every two calendar years from 2026 onwards. This rule shall apply for the first time from the 2026 General Meeting. Members must be invited to General Meetings in writing at least 21 days in advance. The invitation must be sent by email or letter to the last address provided by the member. The agenda shall be sent to the members. Motions for the agenda must be received by the Executive Board or the management at least 14 days before the General Meeting. Motions received later than this can only be decided upon if the General Meeting agrees by a simple majority to put the motion on the agenda.
2. The Executive Board is entitled to allow members to vote without attending the General Meeting in writing before the meeting or electronically before or during the meeting, or to hold the General Meeting as a virtual meeting.
3. Members may also pass resolutions without a General Meeting in writing or electronically (circular resolution) if all members have been involved in the circular resolution. The Executive Board shall determine the implementation of the circular resolution and the procedure. Invalid votes shall be considered as votes cast and abstentions in the circular resolution. The result of the resolution by circular resolution shall be announced to the members by the Executive Board within 14 days of the expiry of the deadline. Ineffective circular resolutions may be repeated, even several times.
4. Full and honorary members have voting rights at the General Meeting. Full members may be represented by company employees or association members by means of a written proxy issued for this purpose. However, no full member may hold more than one proxy from another full member. In the case of important votes, the executive board may exclude representation by proxy, provided that it has announced this in advance in the invitation and agenda. Honorary members may only exercise their voting rights in person. Associate and supporting members may only vote if the full members or the executive board decide this in advance by majority vote for the specific matter. An exception to this is the election of the members of the Committee of Supporting Members of supporting members, which is carried out exclusively by the supporting members represented at the General Meeting.
5. Resolutions are passed by a simple majority of votes. Resolutions on amendments to the Articles of Association require the approval of two-thirds of the votes represented. The General Meeting is quorate regardless of the number of members present or represented. This does not apply to the provision in § 18.



6. Extraordinary General Meetings shall be convened by resolution of the Executive Board or at the written request of at least one tenth of the members. The extraordinary General Meeting shall be held within three months of receipt of the request by the Executive Committee.
7. The President or his deputy shall chair the General Meeting. The deputy shall be either one of the two Vice-Presidents or another member of the Executive Board entrusted with the chairmanship by the President. If the President does not appoint a chairperson, the Executive Board shall decide who shall chair the General Meeting.

§ 11 Tasks of the General Meeting

1. In addition to the duties otherwise imposed on it by the Articles of Association or by law, the General Meeting shall be responsible in particular for:
 - a) Electing the President, his first and second deputies and the other members of the Executive Board,
 - b) Election of the auditors,
 - c) Election of the members of the Committee of Supporting Members by the representatives of the supporting members present,
 - d) Election of the election officer,
 - e) Electing members of committees, courts, etc. of the association,
 - f) Receipt of the annual report and approval of the annual accounts,
 - g) Discharge of the Executive Committee,
 - h) Approval of the budget for two calendar years,
 - i) Determination of admission guidelines, the basis for calculation and the amount of annual membership fees, admission fees, levies and contributions to the legal costs fund,
 - j) Appointment of honorary members and honorary presidents,
 - k) Resolution of motions,
 - l) Deciding on amendments to the Articles of Association,
 - m) Passing resolutions on the dissolution of the association in accordance with § 18 of the Articles of Association.
2. The President, his deputies and the other members of the Executive Board are elected every four years by secret ballot. A separate ballot is held for the office of president, his two deputies and the other members of the Executive Committee. Re-election is permitted. If a member of the Executive Board resigns during an election period, a new election for this position must be held at the next ordinary General Meeting. The other persons entrusted with the tasks of the association shall also be elected in a single ballot. Re-election is permitted. Voting at the General Meeting shall generally be open. However, voting must be by secret ballot if at least 25% of the members present and entitled to vote at the meeting so request or if the Executive Board orders a secret ballot.

Nominations for the office of President, Vice-Presidents and other members of the Executive Board must be received by the President or the Management Board at least 30 days before the General Meeting so that the names of the candidates can be sent to the members in good time together with the invitation and the agenda. The President or the Management Board must be provided with the candidate's written declaration of consent together with the nomination.



In exceptional cases, which must be justified, in particular if there are not enough candidates nominated to fill all the positions to be filled in accordance with § 12 of these Articles of Association, nominations may also be made shortly before or during the General Meeting.

All members of the association are entitled to make proposals, but only full members are entitled to vote.

The same procedure shall apply to the election of the Committee of Supporting Members of supporting members. All members of the association are entitled to propose candidates, but only supporting members are entitled to vote for the Committee of Supporting Members.

If a representative of the Executive Board or the Committee of Supporting Members leaves his or her company during the legislative period, he or she must resign from office immediately and a by-election must be held at the next General Meeting, unless the person moves to a company that is also a voting member of the association.

3. If amendments to the Articles of Association or the dissolution of the association are to be decided, the item "Amendment to the Articles of Association" or "Dissolution of the Association" must appear on the agenda. The wording of motions for amendments to the Articles of Association must be sent to the members together with the agenda before the General Meeting.
4. Amendments to the Articles of Association are generally decided by the General Meeting. If the local court requires certain amendments to be made to the Articles of Association for the purpose of entering the amendment in the register of associations, which are not considered to be significant, the executive board is authorised within the meaning of § 26 BGB (German Civil Code) to decide on such amendments to the Articles of Association and to apply for them. The members must then be informed of such amendments.

§ 12 Executive Board

1. The association is managed by the Executive Committee. In particular, it is responsible for implementing the resolutions of the General Meeting, managing the association's assets, upholding these statutes and supervising the management.
2. The Executive Board consists of a President, two Vice-Presidents and four members. If a nation is represented in the EWA by at least five full members, that nation shall be represented on the Executive Committee by at least one member. If this target is not met, the Executive Committee may decide to expand the Executive Committee accordingly and hold a by-election in the same way as for a retiring member of the Executive Committee at the next General Meeting, but the candidates () must come from nations that are not yet represented on the Executive Committee and have at least five full members. Membership of the Executive Board is a personal membership. Only those who are fundamentally entitled to vote as representatives of a full member of the EWA may become members of the Executive Board.
3. The President and the two Vice-Presidents constitute the Executive Board within the meaning of Section 26 of the German Civil Code (BGB). The Executive Board is



represented externally by the President alone or by the two Vice-Presidents jointly. Within the meaning of Section 26 BGB, the Executive Board elects one of the Vice-Presidents as Treasurer of the Association by a simple majority.

4. The Executive Board shall adopt its own rules of procedure.
5. Resolutions on motions for exclusion shall be passed by a three-quarters majority, other resolutions by a simple majority of the Executive Board members present. In the event of a tie, the chair of the meeting shall have the casting vote. At the request of the President, resolutions of the Executive Board may also be passed in writing or electronically.
6. The members of the Executive Board shall only be liable to the Association for intentional or grossly negligent conduct. If claims are made against members of the Executive Board by third parties on the basis of their activities on the Executive Board, the Association shall indemnify the member of the Executive Board concerned against these claims, provided that the member of the Executive Board did not act intentionally or with gross negligence.

§ 13 Committee of Supporting Members

1. A Committee of Supporting Members consisting of 5 persons shall be elected from among the supporting members. The members of the Committee of Supporting Members shall be elected every four years in parallel with the regular board elections at the General Meeting by secret ballot. Nominations for the Committee of Supporting Members must be received by the president or the management at least 14 days before the General Meeting. A written declaration of consent from the proposed candidates must be enclosed. The names of the candidates shall be announced to the members together with the invitation and agenda. All members of the EWA are entitled to propose candidates, and the representatives of the supporting members at the General Meeting are entitled to vote. The election of the Committee of Supporting Members shall be by secret ballot. Re-election is permitted. At its constituent meeting, the Committee of Supporting Members shall elect a spokesperson and a deputy spokesperson. The Committee of Supporting Members shall advise the Executive Board on matters concerning the supporting members and their trusting cooperation with the other members of the Association. The chairperson of the Committee of Supporting Members is consulted by the president on those items on the agenda of the Executive Board meetings in which matters concerning the supporting members are discussed. The Committee of Supporting Members may propose items for the agenda, which the Executive Board must then deal with at one of its next meetings.

§ 14 Management

1. Management shall be established by the Executive Board to handle the day-to-day business of the association and to assist in the implementation of the decisions of the Association's bodies. Its tasks and powers shall be laid down in a set of operating instructions to be issued by the Executive Board.
2. The management of the association shall be entrusted to a managing director. The managing director may not be a member of the Executive Committee. The Executive Board may also decide that the administrative matters to be carried out by the management



shall be performed by third parties. In this case, the managing director shall be responsible for supervising and controlling the tasks performed on behalf of the association.

3. The management shall maintain an office for the performance of its duties. The managing director shall report to the Executive Board.
4. The managing director or a representative appointed by the Executive Board shall attend all meetings of the association's bodies, specialist departments, interest groups, commissions, committees and other institutions. The absence of the representative of the management shall not invalidate the resolutions.
5. Minutes shall be kept of all meetings and resolutions, which shall be signed by the chairperson of the relevant body and his or her deputy. If one of these two persons did not attend the meeting, the signature may be replaced by that of another participating member.

§ 15 Commissions

1. The Executive Board may establish commissions. In doing so, it shall determine their purpose and duration and appoint the chairperson of the commission and its members, including at least one member of the Executive Board. The chairperson shall report to the Executive Board on the results of the deliberations.
2. In addition, the Executive Board has the option of convening informal groups such as a marketing network or meetings of association members at national level for the purpose of regularly exchanging experiences.
3. The country groups described in § 2 are to be regarded as committees. If the Executive Board decides to create a country group, the full members of this committee shall elect a country spokesperson. The country groups are not independent legal entities within the meaning of association law, do not pass resolutions and have no power of representation of any kind for the association. The purpose of the country group is to highlight national issues, challenges and trends, which are brought to the attention of the association's Executive Board by the country spokesperson. The Executive Board shall provide the association with all possible support in accordance with the association's purpose and statutes, and, if necessary, shall also bring the issue to the attention of all members and deal with it.



IV. GENERAL PROVISIONS

§ 16 Jurisdictions

1. The Executive Board may appoint an arbitration tribunal. The arbitration tribunal shall consist of three persons who must be representatives of the members at the General Meeting and may not be directly involved in the dispute. The composition must be such that one member of the arbitration tribunal is elected by each of the parties to the dispute and the third member is a neutral person with legal expertise (e.g. a solicitor, etc.) who is appointed by the Executive Board to participate in the arbitration proceedings. To cover the costs of the proceedings, the Executive Board may request both parties to the dispute to pay a deposit and sign a legally binding cost coverage declaration. The costs of the proceedings shall be borne at the end in proportion to the outcome; in the event of a settlement, the costs shall be shared equally.
2. The arbitration tribunal may be called upon by association members in the event of disagreements about rights and obligations under the Articles of Association, disagreements about the interpretation of resolutions of the association's bodies, or to settle differences between association members. In addition, disputes between members, regardless of whether they are full, associate or supporting members, shall be settled before the arbitration tribunal, unless they are matters to be dealt with by a court of law.

§ 17 Audit

1. The annual accounts shall be audited in good time each year by two auditors. These auditors shall report to the General Meeting on the results of the audit. In years in which no General Meeting is held, the report shall be made in writing and shall be brought to the attention of all members by the management and decided upon by circular resolution. The report shall be brought to the attention of the Executive Board and the management in good time beforehand.
2. The General Meeting shall elect a permanent auditor for a term of four years at the time of the board election. At the same time, the General Meeting shall elect an auditor every two years by simple vote. This auditor may only be re-elected after a period of two election periods. Auditors may also be supporting or associate members, but they may not be members of the board.

§ 18 Dissolution

1. The dissolution of the Association can only be effected by a General Meeting convened for this purpose by the Executive Board.
2. The resolution to dissolve the association can only be passed if at least two-thirds of the members are represented at the vote. If this number is not reached, a new General Meeting with the same agenda shall be convened within three weeks, regardless of the number of members represented. However, it must take place within three months. The resolution to dissolve the association requires the approval of three quarters of the members entitled to vote.



3. The General Meeting shall decide on the purpose to which the assets are to be allocated. Unless the General Meeting decides otherwise, the liquidation shall be carried out by the executive committee. In all other respects, the provisions of the law governing associations in the German Civil Code (BGB) shall apply to the liquidation.

§ 19 Data protection

1. The EWA undertakes to comply with the statutory provisions on data protection and endeavours to always observe the principles of data avoidance and data minimisation.
2. Further details are set out in the data protection declaration of the European Waterpark Association e.V., which is published on the association's websites and can be requested by members of the association at any time.

§ 20 Severability clause

1. Should individual provisions of these Articles of Association be wholly or partially invalid or void or become wholly or partially invalid or void as a result of changes in the legal situation or supreme court rulings or in any other way, or should these Articles of Association contain loopholes, the remaining provisions of these Articles of Association shall remain unaffected and valid.
2. In this case, an effective provision that comes as close as possible to the meaning and purpose of the invalid provision shall be adopted at the next General Meeting in place of the invalid provision. The same shall apply if this agreement contains a loophole.

§ 21 Validity

1. These Articles of Association were unanimously adopted by the General Meeting of the European Waterpark Association on 29 October 2025. They shall become valid upon entry of the new Articles of Association in the register of associations at the Local Court of Nuremberg.

Cologne, 29 October 2025

Jutta Kleiber, President

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