



# **Statutes of the European Waterpark Association**



## I. General Provisions

### Section 1 Name and Location

1. The Association is called “EWA – European Waterpark Association”.
2. The Location of the Association is placed in Europe.
3. The headquarters of the Association is in Nürnberg (Germany). The Association is registered with the district court of Nürnberg.

### Section 2 Purpose and Duties of the Association

1. The Association aims on the commercial promotion, the safety, economical aspect, as well as the professional and status interests of its members on a joint basis.
2. To this end the Association acts as:
3. representative of its Members’ interest in dealing with government agencies and other institutions;
4. investigator of business practices which are common in the line dictated by the profession of its Members
5. supervisor over information survey on the need and habit of the targeted population;
6. information carrier to the general public about product and service offered as well as of the different services available to its members;
7. organizer of workshops and training courses.
8. Furthermore, to accomplish its goals, the Association acts as mediator to promote the political and commercial interests, in dealing with the general public and with other organizations. In doing so, the Association may involve itself as consultant of other organizations.
9. Overseeing commercial, juridical and fiscal matters for the individual as well as the whole body to reach the goal and the purpose toward the expansion of the company.
10. To promote the service available by the Association according to the charts of the firm governed by the Association’s rules of procedure.

### Section 3 The Business Year

The business year shall be identical with the calendar year.



## II. Membership

### Section 4 Types of Membership

1. The following types of membership are available within the Association:
  - Full membership
  - Associate membership
  - Supportive membership
  - Honorary membership
2. In leisure time recreational facilities, adventure water parks as well as sauna shall be eligible for both Full and Associate members. That membership extends to personal who are looking over the facility.
3. The terms recreational facilities and adventure water parks cover both indoor and outdoor facilities, which, owing to their internal and architectural conception as well as their equipment, are not primarily designed for swimming as sportive activity or exclusively served for therapeutic purposes. "Large sauna facilities" are facilities which comprise a variety of different sauna types and their area which are thereby clearly distinct from private home facilities and usually smaller sauna operations. Large sauna facilities are designed to offer a variety of recreational equipment.
4. Full membership may be obtained by involvement in spare time and adventure water parks, thermals, and large sauna facilities which are operated in a profit oriented manner and maintain certain quality standard. The quality standard is laid down in the eligibility guidelines of the membership application. The respective quality standard must also be maintained during the period of the membership.
5. Eligibility for association membership, natural or legal persons who have reached an advanced stage of progress by planning to establish, or rather to operate the recreational facilities, adventure water parks, thermals and larger sauna facilities. Due to their involvement in the organization, make them eligible to become full Members at a later stage. Associate Members shall have the right to attend all meetings and events of the Association, but without any right to vote. The eligibility guidelines will be dictated by rules, considered in a later advanced stage of progress.
6. Supportive membership may be obtained by natural, or legal involvement in the organization who want to promote the objectives of the Association and whose membership is also beneficial to the Association, but cannot fulfill a full or associate membership. Supportive Members may also participate in all General Assembly meetings and events of the Association, but without any right to vote.
7. Honorary Members may be appointed by all natural persons who have supported the Association or the general promotion of recreational facilities, adventure water parks, thermals and large sauna facilities.



## Section 5 Acquisition of Membership

1. Full, Associate and Supportive Members are appointed by a decision of the Executive Committee.
2. All applications for membership have to be submitted in writing.
3. If the application for full membership is not denied unanimously, it will be possible for the applicant to appeal to the Executive Committee that may thereupon remedy the application and may come to an agreement.
4. Applications for associate and supportive membership will be finally decided by the Executive Committee.
5. The eligibility guidelines are laid down by the General Assembly meeting.
6. The status of the member will start on the 1<sup>st</sup> of the following month. The membership's rights begin with the payment of the first (if necessary proportionate) annual contribution. In addition, those which are decided payments of the General Assembly meeting (for example, for public relations) are to be paid proportionately by full members.
7. Honorary Members are appointed by suggestion of the Executive Committee through the General Assembly meeting.

## Section 6 The Rights and Duties of Members

Members shall have the right to,

- make use of the facilities of the Association;
- identify themselves as Members of the Association and use its symbols on their business letterheads and other printed matter on their equipment. Misuse, or rather misleading usage may lead to exclusion.

Members are obliged to,

- to adhere to the Statutes of the Association and to the decisions made by the its institutions;
- to promote the interests of the Association and to give it wholehearted support;
- make available all necessary information and documentation for the Association's membership records, as well as changes within the firm, the name of the owner, co-owner, and authorized manager or of the administrative director, to the extent that this information is deemed necessary by the Executive Committee for the discharge of the Association's tasks;
- neither is required not to maintain a membership in other recreational facilities or adventure water park organization, as long as such dual membership does not enter in conflict with the Association's interests. Whether or not if that is the case, the Executive Committee will decide.

## Section 7 Admission Fees, Contributions, Levies and the Fund for Litigation Costs

1. Membership contributions shall be charged on an annual basis and payable on the 1<sup>st</sup> of January for the current membership year.



2. Every member has to pay an admission fee. Details are regulated by the contribution regulation.
3. The levy for the public relation is charged as annual (or proportionate) contribution. The levying is paid plus the always valid value-added tax.
4. Levies may be charged as a result of special circumstances. That is applied, for example, for the realization of processes, particularly on account of unfair competition or carrying out specific operations on promotion and public relation matters. When it comes to question of special achievements of individual member firms, the Association has the right to demand the refunding of special expenses.
5. For the realization of processes, a fund of legal costs can be established. The amount to be paid in re-admission fees, annual contributions, possible levies and contributions for the funds of legal costs will be fixed by the General Assembly and governed by the schedule of contribution which is annexed to these Statutes.

## Section 8 Termination of Membership

1. Membership is terminated through:
  - resignation, having given six months' notice to the end of the calendar year;
  - closure of the business at the end of the calendar year in which the closure of the business takes place;
  - death, or in the case of legal people through liquidation;
  - a legally binding order, issued by the government, to close the business;
  - expulsion.
2. Termination of membership does not cancel out the obligation to pay the membership contribution for the current business year. Upon termination of membership, any entitlement to the Association's assets will cease to exist.
3. A Member may be expelled by an Executive Committee decision, in particular for one of the following reasons:
4. serious infringement of the Statutes, particularly of the section 6 thereof;
5. contributions or levies, after three reminders;
6. legally binding, criminal condemnation of the owner, the co-owner or an other familiar person who represents the enterprise at the General Assembly because of a financial offence as far as those are connected with infliction of an imprisonment of more than 6 months. Furthermore, a reason of exclusion forms that combining loss which has a legal binding condemnation of the civil rights for more than a year.
7. opening of the insolvent procedure or rejection for lack of assets,
8. failure to maintain the quality standards set out in the eligibility guidelines in the case of Full Members or to meet the criteria of having reached an advanced state of progress in the case of Associate Members, within 6 months after having been reprimanded by the Association,
9. other serious offence against the interest of the Association.



10. An expulsion may be appealed against within one month. The Executive Committee may remedy the appeal or take up the case with an arbitrator. The executive committee can contradict the vote of the arbitrator. Then the general assembly of members will decide. All membership privileges shall meanwhile be suspended. If the case is neither taken before an arbitrator nor a disciplinary court, the General Assembly of Members will be called upon to adjudicate the matter.
11. If there appears to be a valid reason to expel a Member, the Executive Committee and in urgent cases the President may order that the membership privileges shall be suspended as a preliminary measure of caution.

### **III. The Institutions**

#### Section 9 The Institutions of the Association

The institutions of the Association are:

- a) The General Assembly of Members
- b) The Executive Committee

#### Section 10 The General Assembly of Members

1. The General Assembly shall be convened at least once a year. Invitations should be sent at least 21 days before the meeting is scheduled. The agenda should be fixed by that date and sent to the Members along with the invitation. Motions to the agenda must be received by the Executive Committee or the management at least 2 weeks before the meeting. Motions which are submitted late shall only be acted upon, if the General Assembly agrees to put that motion on the agenda. Motions which imply inquiries of fundamental importance like amended Statutes, resignations and new elections they have to be on the agenda.
2. The right to vote in the General Assembly shall be conferred upon Full and Honorary Members. Where a vote is taken, any member may also act on behalf of not more than one of other member, a written power of attorney, issued especially for the purpose of voting in the General Assembly shall be required. Where important issues are concerned, the Executive Committee may ban the voting on behalf of absent members and order a voting by correspondence instead. Associate and Supportive Members shall have the right to vote in those cases only where that right has specifically been conformed by the Presidium or the Full Members over a specific issue.
3. Decisions shall be taken by the majority of votes cast. Decisions to amend the Statutes shall require the assent of two thirds of the Member present. With exception of the provisions of section 18, the quorum shall be continued regardless of the number of Members present in person or represented.



4. Extraordinary Assemblies shall be convened at the written request of at least one fourth of the Members by the Executive Committee's resolution. The extraordinary Assembly shall be conveyed through by that within 3 months after the Executive Committee has received the motion.
5. The President or his delegate shall be the Chairman of the Assembly.

#### Section 11 The Function of the General Assembly of Members

1. Over and above the tasks assigned to it by the Statutes or by legal requirements, the General Assembly shall in particular exercise the following functions:
  - election of the President, his first and second delegate as well as the other Members of the Executive Committee;
  - appointment of the auditors;
  - appointment of EWA's representatives to the other organizations of which the EWA is a member;
  - appointment of Members to committees, disciplinary courts, etc. of the Association;
  - receipt of the business records and discharge of the annual accounts;
  - approval of the Executive Committee;
  - adoption of the budget;
  - fixation of the basis of calculation and the amount of the annual membership contribution, re-admission fees, the levies and the respective shares of the lawsuit cost fund;
  - appointment of Honorary Members;
  - passing a resolution on motions;
  - amendments of Statutes;
  - passing the solution of the Association with the provision of section 18.
2. The President, his deputies and the other Executive Committee shall be elected in secret ballot for a period of three years. A separate polling shall take place for the election of the President, his two deputies and other Executive Committee Members respectively. A re-election is permissible. If an Executive Committee Member retires within the period of election, there will be another one for that position during the next General Assembly of Members. Likewise, there will be polling for the election of the other people who perform certain tasks on behalf of the Association. A re-election is permissible.
3. The voting within the General Assembly of Members usually takes place openly. The voting for the executive committee have to be secret in principle. Yet, the voting must take place secretly so far as 25% entitled to vote member applies for that during the Assembly or the Executive Committee arranges a secret voting.
4. If amendments of the Statute are to be adopted, the item "amendment of the Statute" must be an item on the agenda. The wording of the motions



- requesting amendment to the Statutes shall be communicated to the Members at least 21 days before the General Assembly meets.
5. Amendments of the Statute are usually agreed by the General Assembly of Members.
  6. If the disciplinary court demands to amend the Statutes as may become necessary in order to enrol the Association, the Executive Committee only will be authorized, in the sense of section 26 of the German Civil Code, to decide about such amendments Statutes and to apply for those. The Members will be informed afterwards about such amendments

## Section 12 The Executive Committee

1. The Association is directed by the Executive Committee. It particularly ensures those General Assembly resolutions are implemented and the Statutes are observed, furthermore it shall look over the Association's assets and monitor the administrative management.
2. On the Executive Committee should sit the President as well as its first and second Deputy and at least 3 members of board. The General Assembly may elect additional Members to the Executive Committee. The board must include a minimum of one representative for every nation with more than five or more active members in operation in the named nation. The Membership within the Executive Committee is personal by its nature. However, every member of the Executive Committee must perform management duty in undertaking which is a full Member of the EWA. If a Member of the Executive Committee, no member thereof may be represented, by other employees neither of his undertaking, nor by third parties, nor by other Full Supportive Members.
3. The President and its 2 deputies shall form the Executive Committee in the meaning of Section 26 of the German Civil Code. In dealing with their parties, either the President by himself or both deputies jointly shall act on behalf of the Executive Committee.
4. The Executive Committee shall adopt its rules of procedure.
5. For resolutions concerning an expulsion from membership, a majority of two thirds of the Executive Committee's Members, who need to present in person, shall be required; in all other cases, the Executive Committee shall act by the majority of its Members. In case of parity of votes, the Chairman's ruling will be decisive. On the border of the President, Executive Committee decisions may also be taken by the vote of correspondence.

## Section 13 Advisory board

From the supported members 5 persons should be select. The members of the advisory board where select in secret choice all three years. The first choice will take place to the general meeting in 2002. A re-election is permissable. The advisory board selects a president of the advisory board. He advises the execu-



tive committee on matters that concern supported members and the cooperation with other members of the EWA. The executive committee call the president of the advisory board in such points of the agenda where matters of the supported members where discuss. The advisory board can suggest points of the agenda that will be handled in one of the next meeting of the executive committee.

#### Section 14 The Administrative Board

1. Outside of the Statutes Full Membership, an Administrative Board will be elected of a maximum of 5 people. The Members of the Administrative Board will be secretly elected every 3 years. The first election takes place on occasion of the General Assembly of Members in 2002. A re-election is permissible. The Administrative Board elects a Chairman who advices the Administrative Board in business matters, which concern Full Members, as well as their confident co-operation with other Association members.
2. The President involves the Chairman of the Administrative Board in General Assemblies, in which business matters of Supportive Members are talked about. The Administrative Board may monitor matters of agenda which the Executive Committee must attend to during its next meetings.
3. The Executive Committee has established a commission which is responsible for carrying out current business matters and co-operate, promoting decisions of other Bodies of the Association. Its duties and rights will be fixed by one of the Executive Committee's permitted instruction.
4. The guidance of the Administrative Board is conferred on a manager. That manager cannot become a Member of the Executive Committee. The manager can have practicable business matters made by third parties. In that case, the Administrative Board has to supervise and control noticeable duties for the Association. For settling its duties, the Administrative Board maintains an office. The manager is subordinated by the Executive Committee.
5. The manager, or an instructed Executive Committee's representative of the Administrative Board attends all meetings of other Bodies of the Association, Specialities, lobbyists, commissions, committees or other institutions. If a Representative of the Administration Committee is absent, decisions will not be ineffective.
6. A record of all meetings and decisions is to be conveyed which shall be signed by the Chairman of the named committee and his deputies. If one of those people did not attend the meeting, the signature may be substituted by another present member.

#### Section 15 Commissions

1. The General Assembly may set up specialized sections. In doing so, it shall determine the purpose and duration of such sections and appoint



the Chairman of the commission and their members. At least one Member of the Executive Committee must participate in each. The chairman will draw up a report on the results of his

2. Section's deliberations and inform the Members accordingly. The Executive Committee and the Administrative Board will receive a copy of that report beforehand.

#### Section 16 Jurisdiction

1. The executive committee may appoint arbitration court.
2. The arbitration court is presented by 3 people, who must be Representatives of the General Assembly and may not belong to the Executive Committee. Whether or not an arbitration court is established, the General Assembly will decide on motion. A court of arbitration can be appointed by members of the Association, when disagreements emerge about rights and duties of the Statutes as well as the interpretation about decisions of other Association Bodies, or even for settling of differences between Members of the Association. Furthermore, disputes out of purchase, deliverance and work contracts between Full, Associate or Supportive Members shall be governed unnoticed by the court of arbitration.

#### Section 17 Audit

1. Before the General Assembly takes place, the proportionate accounts of the last and current year shall be examined by two auditors. Those auditors shall report to the Assembly on the results of their audits, the audit reports having been communicated to the Executive Committee and the President a reasonable period of time beforehand.
2. When the Executive Committee is elected, the General Assembly of Members shall also appoint a permanent auditor for a term of three years. An auditor for the current business year shall be elected on the same occasion by simple majority vote. That auditor for the current business year may be re-elected only after five election periods have elapsed. Auditors may also be elected among Associate and Supportive Members.

#### Section 18 Dissolution

1. The dissolution of the Association may be affected only at the written request of at least one third of the membership or if the Executive Committee has convened a meeting of the General Assembly for the purpose of dissolving the Association.
2. For the purpose of adopting a resolution to dissolve the Association, the quorum shall only be present if two thirds of the constituent Members participate in the voting. In the event that such a quorum of two thirds of



the constituent Members fails to be present, a second Assembly convened within a time period of three weeks after the first meeting has taken place, shall constitute the quorum, regardless of the number of Member present. The second Assembly meeting must be held within a time period of three months. The to dissolve the Association shall require the assent of three quarters of the Member present.

3. The General Assembly shall determine the purpose to which the Association's Funds shall be appropriated. The liquidation is carried out by the Executive Committee, unless the General Assembly agrees differently. All other aspects of the liquidation of the Assets shall be governed by the German Civil Code on the Association law.



## Contribution Schedule

### Annex to Section 7, 5<sup>th</sup> paragraph of these Statutes

#### 1. The Annual Contribution

The amount of contribution for Full Members is calculated on the basis of the number of Patrons per year visiting any facility of the Member operation in question.

The annual contribution shall amount to (proportionately):

- for Full Members with a number of attendance of more than 500.000 patrons per year EUR 1.000,00
- for Full Members with a number of attendance of 100.000 up to 500.000 patrons per year EUR 500,00
- for Associate Members EUR 500,00
- for Supportive Members EUR 500,00

The following discount was made for for members that operate several water parks:

- companies with 3 to 5 members: discount 20 %
- companies with 6 to 10 members: discount 40 %
- from 11 members: discount 60 %

#### 2. Fees for Commercial Publicity

If there is no other assessment by the General Assembly, the fees for commercial publicity will amount for public relation (proportionately):

- for Full Members with over 500.000 visitors per year EUR 500,00 (net)
- for Full Members with 100.000 up to 500.000 visitors per year EUR 500, 00 (net)
- for Associate Members EUR 500, 00 (net)
- for Supportive Members EUR 250, 00 (net)

Honorary Members are exempt from any contributions.

No fee shall be charged for the first time enrolment into the Association.

The fee for re-entrance amounts EUR 250,00.

No share of the litigation cost fund shall be collected at present.

The Full Members are obliged to make at least 200 complimentary tickets per business available to the Association's Secretariat by January, 1<sup>st</sup> of each year.



## **Eligibility Guidelines**

### **Annex to Section 5, number 3 of these Statutes**

#### Article 1 Admission Proceedings

A written request for admission to membership shall be decided upon during the next meeting of the Executive Committee which is scheduled at the time when the request is received; in urgent cases (e.g. when common action imminent), the decision may be taken by voting in writing (in accordance to Section 15, number 5 of these Statutes).

#### Article 2 General Eligibility Requirements for Full Members

The operation must be frequented by at least 100.000 people Per year and must be equipped with the latest safety techniques.

#### Article 3 Specific Requirement for Full Members

Brochures and technical documentation have to be handed in with the membership application.

To evident customary standards, a guarantor has to be named who already is a Full Member of the EWA and may also confirm that standard.

If such guarantor cannot be named, an inspection of the enterprise will take place through one or more board members or the manger on behalf of the Executive Committee.

#### Article 4 Specific Eligibility Requirements for Outdoor Water Parks

The term “Outdoor Water Park” shall cover facilities that major portion of which shall be located on outdoor premises surrounded by a fence for which an entry fee is charged.

The minimum requirement for Outdoor Water Parks shall be:

- at least three slides
- water playing grounds
- at least 5 different kinds of water attractions (Lazy River, Wild River, Hot-Whirl-Pools, etc.)
- catering trade
- at least two or three pools within an overall surface of 1000 square metres



#### Article 5 Special Requirements for Water Parks with Thermal Water

Thermals are especially designed for therapeutic purposes and must show a minimum of standard:

- several pools with thermal water and an overall surface of at least 700 square metres
- the outlay of the thermal water pools must be noticeably different from pools designed for sport purposes
- a variety of sauna facilities to include at least four different types of sauna
- hot-whirl-pools
- catering facilities integrated into bathing area
- luxurious decoration and architectural structure of facilities that distinguish them substantially from traditional water parks designed for therapeutic purposes
- at least 5 different kinds of water attractions
- solariums

#### Article 6 Special Eligibility Requirements for Indoor Water Parks

Indoor Water Parks must be equipped with:

- an architectural conception which differs as well in execution of used materials as in their decoration completely from traditional sport facilities
- one slide of at least 50 m length
- at least 5 different kinds of water attractions
- several pools with an overall surface of at least 500 square metres
- generously sized spaces to sit and lie down
- catering facilities integrated into the pool area
- solariums
- one pool with water temperature of at least 27 degrees Celsius

#### Article 7 Special Eligibility Requirements for Large Sauna Facilities

Large Sauna Facilities must be equipped with:

- at least 7 different kinds of saunas
- one steam sauna
- an overall surface of circa 1.500 square metres
- one pool with at least 100 square metres
- open-air swimming pools
- generously sized and designed spaces to sit and lie down
- catering facilities integrated into the sauna area
- attached facilities for medical or sportive-therapeutic purposes (fitness rooms, massage, etc.)
- wellness offers



Article 8 Admission of Supportive Members

When applying for Supportive membership, applicants should explain that their undertaking meets the criteria set out in Section 4, number 5, second paragraph of these Statutes or that their undertaking is closely associated to water park industry.

Article 9 Admission of Associate Members

Eligible for Associate membership are legal or natural people who intend to establish a water park operation which meets the criteria set out in the Articles 4 to 6; whose planning and financing has achieved an advanced stage of progress.



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