

**By-laws
of
SWISS ASSOCIATION OF FOOTBALL PLAYERS**

ARTICLE 1

Object, Purpose, Scope of Tasks

The Purpose of the **Swiss Association of Football Players** (of the "Swiss Association of Football Players"), in short "**SAFP**"; hereinafter "the Association"; a non-profit organisation, is:

- in particular to support, to advise and to represent the professional football players and their interests in any way possible;
- to support, to advise and to represent such football players vis-à-vis national and international sports associations, organisations and organisers as well as football clubs and associations as well as sponsors and other persons and/or companies;
- to support, to advise and to represent football players who are actively playing football in Switzerland and who would like to participate in the sport of football abroad;
- to support, to advise and to represent football players who are actively playing football abroad and who would like to play in Switzerland;
- to serve as a forum for the exchange of any type of information in connection with football;
- to support the collaboration between their members on a national and international level;
- to promote the support of young players and to aid their change into a higher league or another club, and to support, to advise and to represent them.

The Association intends to reach these purposes among others as follows:

- Organisation of annual meetings and further meetings as well as seminars and events;
- Publication of information leaflets;
- Membership and/or co-operation with other institutions and organisations having similar or identical purposes;
- Promoting, advising and representing of one or all members, wherever possible in German, French, Italian or English language.

ARTICLE 2

Language

The official language of the Association is German. The members, however, should have the possibility to be served by contacts well versed with the French, Italian or English language.

Internationally, the language is English.

Expressions used in the by-laws , such as players, president, chair person, secretary etc. include both sexes.

ARTICLE 3

Domicile, Offices, Administration

The Association has its domicile in Zurich. It may also have offices and/or administrations in other places as shall be deemed necessary or desired.

ARTICLE 4

Membership

Any individual engaged in the professional football sport or wishing to engage in this field can become a member of the Association.

Any individual may be member of the Association, provided he/she is closely related to the professional football sport.

ARTICLE 5

Subscription and Loss of Membership

Admission to the Association is being decided by the board members and on account of a written application to the board members.

After a hearing with the member concerned the board decides with a majority of its members on the exclusion of the member concerned, in particular when the member considerably infringes the purpose of the Association, the professional standing of the football player or the football sport or when he repeatedly fails to pay the membership fees.

The decision of the board is final.

Resignation from the Association is possible anytime by giving written notice to the board.

When a member changes to another club abroad, it remains a member without written resignation and agrees that the data for the admission into the foreign partner organisation, with official recognition by FIFPro, are made known to this partner organisation.

By signing the written application for admission, for the time of the membership the member transfers all collective rights with regard to photographs and names to the Association (= those individual rights on photographs and names which are intended to be used for a collection (in particular Panini) or in any other form, where several players or several teams are combined. Not affected by this stipulation are the rights and exploitations in the name and photograph of the individual member). The Association is entitled to commercially use these collective rights on photographs and names in the interest of all members and to transfer these to third parties for exploitations, in particular to FIFPro.

ARTICLE 5a

Transfer of Personal Data

During the period of membership the member agrees that his personal data may be transferred to FIFPro itself or to foreign partner organisations who are officially recognized by FIFPro.

ARTICLE 6

Executive Committee

The executive committee of the Association is composed of the meeting of the members, the board and the auditors.

ARTICLE 7

Meetings of Members

The ordinary meeting of the members takes place within the first six calendar months of the year.

Extraordinary meetings of the members can be requested by the board; such meeting is compulsory when at least one tenth of the members file a written request.

The invitation is sent out at least 7 days prior to the meeting and states the business to be discussed.

ARTICLE 8

Competence of the Meeting of Members

The meeting of members is entitled to decide on the following businesses:

1. Election of board;
2. Election of the president and the vice-president of the board;
3. Determination of Rules;
4. Approval of annual report and financial statements of the Association;
5. Alteration of the by-laws and rules as well as liquidation of the Association.

ARTICLE 9

Rule of Order of Meetings of the Members

The president takes the chair at the meeting. The secretary is in charge of the minutes.

The majority of the votes will be the deciding factor at the meeting of the members. The chairman will also vote. The chairman's casting vote will apply when the voting is equal.

Individual and open ballot applies to the election of the president and vice-president. New election of the board members will take place in secret ballot. Re-election of the board members will be done in globo according to the suggestion of the board, unless the meeting decides on individual election. The board will shortly introduce the suggested new persons in an appropriate manner.

Decisions on alterations of the by-laws or the rules require participation of at least 10% of the members and a majority of 2/3 of the members present.

Liquidation of the Association requires the decision of a majority of two thirds of the members, be it at a meeting of the members or by way of written voting at the ballot box.

ARTICLE 10

Board

The board consists of a maximum of up to seven persons.

The members of the board shall be elected at the ordinary meeting of the members for a period of one year, i.e. until the next ordinary meeting of the members.

ARTICLE 11

Competence of the Board

The board is representative of the Association towards any third party. They settle all business not subjected to the meeting of the members according to the by-laws, in particular:

1. Admission and expulsion of members;
2. Safeguard the interests of the members;
3. Intervention of disputes among the members;
4. Establishment of the membership dues within the frame of Art. 15 of the by-laws.

The board determines one of his members each as a secretary and as a cashier of the Association.

ARTICLE 12

Business Rules of the Board

As a rule, upon invitation of the president, the board meets once a month. Upon request of at least two members and upon stating of the business additional meetings can take place.

Decisions require the presence of the majority of the board. The board decides with a simple majority of the votes (exception: Art. 5, Para 2 of the by-laws). The chairman also votes. He takes the casting vote if the votes are equal.

Decisions of the board can also be taken in writing. For this purpose the simple majority of all members of the board is required.

The secretary's office takes care of the administration of the board and arranges for the minutes of the meetings.

The board organises the substitution of the individual businesses and the signatures.

ARTICLE 13

Arbitral Jurisdiction

Conflicts between the members can be settled by the arbitral tribunal of the Association.

The arbitral tribunal consists of three members of the board.

The board issues the rules of arbitral tribunal, which have to be approved by the meeting of the members of the Association.

ARTICLE 14

Auditors

The auditors consist of two members at the most. They will be elected by the ordinary meeting of the members for a period of one year, respectively until the next ordinary meeting of the members. Re-election is admissible.

The auditors are to audit the financial statements of the Association and have to effect a written report on their result and present this report at the ordinary meeting of the members.

ARTICLE 15

Membership Dues

Each individual pays a single subscription fee of a maximum of CHF 1'000 as well as an annual membership due of a maximum of CHF 1'000.

The subscription fee and the annual dues will be decided on by the members of the board and can be adjusted as deemed necessary.

Upon resignation of a member neither the subscription nor the annual dues are subject to a refund.

ARTICLE 16

Liability

Only the assets of the Association are liable for the liabilities of the Association.

Any personal liability of the members for the liabilities of the Association is excluded.

ARTICLE 17

Remuneration

The Association shall indemnify any and all of its directors or former directors or officers or any person who may have served at its request or by its election as a director or officer of another corporation against expenses actually and necessarily incurred by them in connection with the defense or settlement of any action, suit or proceeding in which they, or any of them, are made parties, or a party by reason of being or having been directors or a director or officer of the Association or of such other corporation except in relation to matters as to which any such director or

officer or former director or officer or person shall be adjudged in such action, suit or proceeding to be liable for willful misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability.

ARTIKEL 18

Dissolution of the Association

Upon dissolution of the Association, the meeting of the members decides on the archiving.

After dissolution of the Association the remaining assets will be passed on to an institution of similar or identical nature. The distribution of the remaining assets amongst the members of the dissolved Association is not permissible.

ARTICLE 19

Effective Date

The present by-laws have been accepted on the occasion of the founders' meeting on 9 November 2001 and have become effective as of such date.

Zürich, 29. Juni 2005

President

Secretary