

# **ARTICLES OF ASSOCIATION**

## **ARTICLE 1 – Name, headquarters, fiscal year**

1. The name of the Society is “International Taekwon- Do Masters Society”.
2. By registering in the clubs register, the suffix of RC (Recognized Club) will be added to club names.
3. The headquarters of the Society are wherever the President lives and is declared.
4. Fiscal year is the calendar year. (Defined from July 1<sup>st</sup> to June 30<sup>th</sup>).

## **ARTICLE 2 – Scope of the Society**

1. The purpose of the Society is caring, promoting and training its members.
2. The purpose of the Society is achieved through seminars and other events involving theoretical analysis and practical training.
3. The Society operates autonomously, not primarily seeking financial purposes.
  - a. The funds of the Society can be used only for purposes stated in the Articles of Association.
  - b. Members do not receive payments from the Society Fund.
  - c. No one benefits from expenditures unrelated to the purpose of the Society or is disproportionately compensated with an extensive amount.
4. The Board of Directors are essentially volunteers. The General Meeting may decide on an annual fee for the Board of Directors.
5. The Society is politically, religiously and ethnically agnostic.

## **ARTICLE 3 – Goals of the Society**

1. Cultivate mutual communication and enhance the spirit, friendship and understanding among its members.
2. Promote the training of its members through theoretical and practical seminars.
3. Comply with the principles and philosophy of the founder of TAEKWON-DO (TKD), Choi Hong Hi.

## ARTICLE 4 – Membership

1. It is imperative that a new member is registered following a proposal from another member of the Society, which vouches for the applicant. The proposed new member must hold the 4<sup>th</sup> degree and above in ITF-TKD, irrespective of his nationality and place of residence. The Society consists of active, supporting, honorary and probationary members.

**Active** (regular) members should have the rank of Grandmaster or Master, working and offering directly to the Society.

**Supporting** members are members who do not actively work in the Society, but promote and support its goals and purposes in a certain/particular way and are Grandmasters or Masters.

**Honorary** members are defined as those who have actually worked or have provided their services in a particular way in the Society and are Grandmasters or Masters. For the acquisition of honorary membership, a decision of the Board of Directors is required. Honorary members are exempt from contributions. However, they have the same rights and obligations as the supportive members and participate in all the meetings of the Society.

**Probationary** members must be holders of the 4<sup>th</sup> degree or higher in ITF-TKD. They have the same rights and obligations as the supportive members.

2. The application for membership in the Society is made to the Reception Committee. The committee decides whether to accept or reject the application.

3. Membership expires upon death, resignation or expulsion.

4. Revocation must be stated in writing to the Board of Directors at least three months before the end of the calendar year.

5. A member may be expelled from the Society, if they violate the interests of Society or if they are late in paying the annual subscription for more than six (6) months. Expulsion is decided by the Board of Directors. Exceptionally, the members are given the opportunity before the final expulsion decision to justify themselves. Exclusion due to failure is extended for three months and a written exclusion reminder is sent.

6. Against the rejection of registration and exclusion from the Society, the person concerned may appeal within two (2) weeks of the notification of the decision. The Board of Directors decides on the appeal. An appeal against exclusion has suspensive effect.

## **ARTICLE 5 – Membership rights**

1. Members may challenge the General Meeting resolutions, however, this must be done in writing 30 days after the elections; for other decisions, the deadline is three months.
2. A member present in the General Meeting has the right to be informed by the Board of Directors.
3. A member may withdraw within the limits set by the Articles of Association.
4. Members may submit proposals or request items to be placed on the agenda before or at the beginning of the General Meeting.
5. There is a right to invite and participate in all meetings and events. This also applies to extraordinary members and non-voting members.

## **ARTICLE 6 – Membership obligations**

1. Pay the membership fee.
2. Represent the goals of and avoid behaviors that harm the Society.
3. Support the goals and work in the events of the Society.
4. Follow the Articles of Association and regulations.
5. Other tasks that may arise from the Articles of Association/regulations.

## **ARTICLE 7 – Membership fees**

1. All active, supporting, and probationary members are required to pay an annual subscription.
2. The extent of the registration fee, the annual subscription fee, deadline and payment date are specified and regulated in the subscription regulation approved by the General Meeting, which is not part of the Articles of Association.
3. Other contributions, fees, extraordinary assistance or members' fees may also be decided by the Board of Directors.

## **ARTICLE 8 – Institutions of the Society**

1. Board of Directors (BoD).
2. General Meeting (GM).
3. Reception Committee.
4. Extra-Judicial Committee.
5. Audit Committee.

## **ARTICLE 9 – Board of Directors (BoD)**

The Board of Directors consists of seven members, namely:

- A. President
- B. Vice President
- C. Training Manager
- D. Secretary
- E. Treasurer
- F. 2 Reserve Members.

1. The Society is represented in court and out of court by the President or the Vice-President, each one separately.
2. The Board of Directors is elected by the General Meeting for a duration of 3 years. Members of the Board of Directors remain in office after the expiry of their term of office, until a new BoD is elected.
3. If a member of the Board of Directors resigns during his term of office, the Board of Directors shall appoint for the remainder of the term a replacement from the reserve members.
4. Only active members are voted.

## **ARTICLE 10 – Responsibilities of the BoD**

1. The BoD is responsible for all matters of the Society which have not been assigned to another body by the current Articles of Association.

It has the following responsibilities:

- a. Preparation of the General Meeting and approval of the agenda.
- b. Convening of the General Meeting.
- c. Implementation of General Meeting decisions.
- d. Asset management and bookkeeping.

- e. Preparation of the annual budget and annual report.
  - f. Decides on the recruitment and exclusion of members.
2. No double seats are allowed in the BoD.

### **ARTICLE 11 – Decisions of the BoD**

1. The BoD shall make its decisions in meetings in writing.
2. BoD meetings shall be chaired by the Chairman; in their absence, by the Vice-Chairman or another member appointed by the members of the meeting. It shall act by a simple majority.
3. The BoD has a quorum when at least three (3) members are present. In case of a tie, the chairman of the meeting decides.
4. Minutes shall be kept at the meetings of the BoD, indicating the place and time of the meeting, the names of the participants, the voting as well as the decisions made. The minutes are held for evidential purposes.
5. The BoD may also make decisions by email or video conference if all its members agree.

### **ARTICLE 12 – General Meeting**

1. The General Meeting is responsible for:
  - a. Election and removal of the BoD and the Audit Committee.
  - b. Decisions on amendments to the Articles of Association.
  - c. Decision on the dissolution of the Society.
  - d. Decisions on registration and annual subscription fees.
  - e. Approval of the budget and acceptance of the annual report and other reports by the Board of Directors.
  - f. Discharge of the Board of Directors.
2. Once a year, if possible in the second quarter of the year, the regular General Meeting of the Society is held. More meetings or an extraordinary General Meeting are held, if this is in the interest of the Society or if 1/5 (one fifth) of the voting members request it with a written request to the Board of Directors, indicating the reason and the purpose.
3. In the General Meetings, minutes shall be kept and signed by the Chairman and the Secretary. The minutes are written by the secretary. If absent, the chairman of the

meeting shall determine who will write the minutes. The minutes must include: the place and time of the meeting, the number of members present, the names of the chair and the minutes writer of the meeting, the agenda, method and voting results.

### **ARTICLE 13– General Meeting Convocation**

1. The General Meeting is convened by the Board of Directors with a six (6) week notice. Convening is done electronically via e-mail to the last registered email address. The convocation deadline begins from the day after the invitation.
2. Any member may request that additional items be put on the agenda. Additional issues are included on the agenda, if the application is made no later than two (2) weeks prior to the date of the General Meeting in writing to the Board of Directors and must be included on the agenda prior to the opening of the meeting. If the application is not submitted in due time, the General Meeting decides on the acceptance.

### **ARTICLE 14 – Decision-making at the General Meeting**

1. The General Meeting is in quorum, if at least 1/4 (one quarter) of members of the Society with voting rights are present. In the absence of a quorum of the Board of Directors, a second meeting with the same agenda is convened within (4) four weeks. The second meeting shall be in quorum regardless of the number of present members with voting rights, provided this was announced in the invitation. For the invitation, the general rules of the Society apply.
2. The General Meeting shall be chaired by the President, in his absence by the Vice-President, and if he as well is absent, the Meeting shall determine the chair of the Meeting. In the elections, the Presidency may be transferred to another member as long as the electoral process takes place.
3. In the General Meeting, each active member has one (1) vote. Voting is done openly by a show of hands. However, voting must be done in writing, if at least 1/4 of the voting members so request.
4. Unless otherwise expressly provided for in the current Articles of Association, the General Meeting decides by a simple majority. Abstentions are not taken into account. However, a majority of three-quarters (3/4) of voting members is needed for:
  - 1) amendment of the Articles of Association,
  - 2) dissolution of the Society,
  - 3) recording subsequent requests for additions on the agenda.
5. The elections are subject to the provisions of **ARTICLE 14** “Decision-Making at the General Meeting” and shall be applied mutatis mutandis. However, when at the first vote

no candidate receives the absolute majority, the vote is repeated. If there is no absolute majority in the second vote, the vote is repeated one more time.

6. An absolute majority of the candidate shall be sufficient in all further votes by a simple majority.

### **ARTICLE 15 – Reception Committee**

The Board of Directors is responsible for supervising applications for new members to join the Reception Committee. The Reception Committee is appointed for a term of three years and is composed of three active members. It consists of the President and two evaluators.

### **ARTICLE 16 – Extra-Judicial Committee**

1. The Society shall, for the resolution of disputes between its members, set up an extra-judicial committee for a period of three years. The committee must necessarily convene before making ordinary court. The ordinary Court summons is not limited. The Extra-Judicial Committee deals mainly with violations of the Articles of Association and its regulations.

2. The Extra-Judicial Committee draws up and offers proposals for the settlement of disputes, recommends the type of sanctions and submits them in writing to the BoD.

3. Members of the BoD can not belong to the Extra-Judicial Committee.

4. The BoD may convene the Extra-Judicial Committee for any regular, supporting and honorary member.

### **ARTICLE 17 – Audit Committee**

The General Meeting elects the Audit Committee, consisting of 2 members for a term of 3 years. The task of the committee is to audit the Treasurer (bookkeeping, accounts, etc.). Auditing is done without warning. The audit does not cover the adequacy of the work performed by the Board of Directors. Auditors report to the General Meeting.

### **ARTICLE 18 – Treasury management**

The Treasurer manages the bank account, keeps a record of income/expenses and money transactions, and prepares an annual financial report.

### **ARTICLE 19 – Society Dissolution**

1. The dissolution of the Society is decided by an extraordinary General Meeting called only for this purpose, the dissolution and disposition of the property of the Society. A majority of 3/4 of the voting members are required. Unless 3/4 of the voting members

are present, the extraordinary General Meeting is adjourned, because there is no quorum.

2. A second call must be sent within 6 weeks with the sole agenda item of dissolving and disposing of the assets of the Society. If a quorum is not reached again, a third call is sent within 4 weeks. In the third extraordinary General Meeting, 3/4 of the present members with voting rights have a quorum and decide. The dissolution process is undertaken by the Chairman or the Vice-Chairman, unless the General Meeting decides otherwise.

3. In the event of dissolution of the Society, its assets are transferred to

### **ARTICLE 20 – Validity and transitional provisions**

1. The Articles of Association were approved and decided at the General Meeting held on at **2017.09.24** and came into force immediately.

1. The Board of Directors is authorized to amend or supplement the Articles of Association, if it is necessary for the registration process or is required by the Court of First Instance for legal reasons, in order for a club to register with a simple decision.

2. The Articles of Association are registered in the local Court **Amtsgericht Stuttgart – Registergericht-** of First Instance with the number **VR- 723623**

### **ARTICLE 21 – Final provision**

These Articles of Association consist of twenty one (21) articles, it is read and voted in the Founding Meeting, with ---10--- votes in favor, ---10---votes against, ---0---abstentions.

**Alexandroupoli, 2017.09.24**

### **FOUNDING MEMBERS**

<b>S/N</b>	<b>Title</b>	<b>Full name</b>	<b>Date of Birth</b>	<b>Signature</b>
(1)	President	Stefanos Gaidartzakis	06.09.51	
(2)	Vice President	Fikret Güler	15.09.53	
(3)	Training Manager	Vasilis Alexandris	29.09.58	
(4)	Secretary	Anastasia Manavaki	22.06.71	
(5)	Treasurer	Ioannis Zachos	14.10.63	
(6)	Member	Ioannis Adam	11.10.56	

(7) Member

---

Dimitris Kosmoglou

17.07.53

---

(8) Member

Nikolov Rossen

27.0764

---

(9) Member

Evaggelos Chrysofakis

18.10.62

---

10 Member

Spyridon Cariotis

23.04.59

---