

Memorandum of Association
European Draughts Confederation

Resolved on 25 May 2003
Amended on 6 August 2005
Amended on November 2007

Chapter 1.

Name, Area of Activities, the Registered Office and Legal Nature

§ 1

The Association is named:

The European Draughts Confederation

At the international forum the English name of **The European Draughts Confederation** shall be used. The official abbreviation of the European Draughts Confederation used hereinafter is its acronym – **EDC**.

§ 2

The area of the activities conducted by the EDC is Europe, its registered office is in Tallinn.

§ 3

EDC has a legal status.

§ 4

The EDC can be a member of other sports organisations.

§ 5

The EDC uses its seal, badges and organisation signs while observing the regulations applicable in this respect.

§ 6

The activities of the EDC are based mostly on the contributions of its members.

Chapter 2.

Objectives and Methods of Activities

§ 7

The aims and objectives of the EDC are:

1. Uniting within one organisation people of various nationalities wishing to promote draughts.
2. Promotion of draughts in the European countries.
3. Promoting draughts as a sport among young people.
4. Coordinating and stimulating activities of draughts clubs.
5. Establishing favourable conditions for draughts sponsors.

§ 8

The EDC achieves its aims and objectives by the following methods:

1. Organisation of its own events.
2. Cooperation with other home and international organisations active in draughts.
3. Other undertakings aiming to implement the statutory activities.
- 4. The EDC does not conduct any economic activities.**

§ 9

The EDC achieves its aims and objectives in cooperation with the institutions and organisations involved.

Chapter 3

EDC Members, Their Rights and Obligations

§ 10

EDC members are divided into the following groups:

1. ordinary members,
2. honorary members,
3. supporting members.

§ 11

1. Any person of at least 18 years of age who has been accepted by the Board following that person's submission of a written application can become an ordinary member.
 - 1.1. The application must be accompanied by the written recommendation of the draughts federation of the European country where the applicant lives (native federation).
 - 1.2. A recommendation from three other European federations is equivalent to the recommendation of the native federation.
 - 1.3. No national federation may recommend more than 5 persons.
2. The supporting members must recognise and support EDC goals and objectives.
3. The supporting members must be accepted by the Club Managing Board pursuant to the written application.
4. Honorary membership may be awarded by the General Assembly at the Board to people who have rendered particularly significant services to the promotion of draughts.

§ 12

1. Ordinary members of the EDC are entitled to:
 - 1.1. active and passive voting rights with respect to the EDC authorities,
 - 1.2. submit motions and demands to the EDC authorities,
 - 1.3. exercise membership rights arising from the statutory activities of the EDC.
2. Supporting members have the same rights as ordinary members except for the active and passive voting rights at the General Assembly of the Delegates.
3. Honorary members have the same rights as ordinary members.

§ 13

Members of the EDC are obliged to:

1. actively participate in activities aiming to pursue statutory objectives,
2. observe the stipulations and provisions of this Memorandum.

§ 14

1. Ordinary membership of the EDC will cease in the following cases:
 - 1.1. written application submitted to the Board,
 - 1.2. dissolution of the EDC,
 - 1.3. exclusion from membership pursuant to the lawful resolution of the Board in case of breach of the provisions of this memorandum,
 - 1.4. failure to pay the annual membership fee by the 30 March of the current year,
 - 1.5. withdrawal of the recommendation granted by the native federation when joining the EDC,
 - 1.6. withdrawal of the recommendation by at least two non-native federations when joining the EDC.
 - 1.7. the recommendations referred to in the two subparagraphs above must be withdrawn in writing and membership shall cease after 12 months of the withdrawal of the recommendation.
2. Membership rights of ordinary members of the EDC can be suspended by the Board of the EDC in case of breach of the provisions of this memorandum.
3. Suspension of the membership rights consists of temporary withdrawal of statutory rights, in particular the right to participate in EDC events. Suspension may last up to 6 months.

§ 15

Members may appeal to the EDC Board against suspension of their rights within 30 days of the receipt of their notice of suspension. Appeals must be made in writing.

Chapter 4

EDC Authorities

§ 16

The EDC authorities are:

1. General Assembly,
2. Executive Board,
3. Audit Committee.

§ 17

The term of office of the Executive Board and the Audit Committee shall be four years. These bodies are elected in by secret ballot.

§ 18

The EDC authorities have the right to co-opt new members in place of those who have resigned during their term of office.

The number of co-opted members of a given body shall not exceed 1/3 of the total number of members originally elected.

Co-opted members shall be eligible for the posts of president and vice president.

General Assembly

§ 19

The supreme authority of the EDC is the General Assembly convened annually by the Executive Board as a reporting meeting, and every fourth year as a reporting and election meeting. The General Assembly shall meet during one of the important EDC events of the year. For example during:

1. The European Championships of Women or Men
2. The Confederation Cup
3. The Youth European Championships

§ 20

The following activities are the business of the General Assembly:

1. taking decisions about the general trends of activities of EDC,
2. consideration and acceptance of reports about activities of suspended EDC members,
3. acknowledgment of the completion of the duties of the resigning Board by decision of the Audit Committee,
4. election of the Executive Board and Audit Committee,
5. granting honorary memberships,
6. taking decisions on the amount of the membership fee,
7. passing resolutions on amendments to the memorandum and dissolution of the EDC,
8. consideration of appeals made to the EDC Board resolutions on exclusions and suspensions of the EDC membership rights.

§ 21

The following people participate in the General Assembly of the EDC:

1. with a decisive vote – EDC members and honorary members,
2. with an advisory vote – members of the Board, Audit Committee, supporting members and invited guests.

§ 22

The EDC Board shall advise the date, time, place and agenda of the General Assembly in writing, at least 30 days in advance before the date of the meeting.

§ 23

1. Resolutions of the General Assembly are passed by a majority of votes.
2. For the resolutions of the General Assembly to be valid it is necessary that a minimum 1/2 members is present at the beginning of the meeting regardless of the number of the participants present at the end.

§ 24

1. An Extraordinary General Assembly may be convened by the EDC Executive Board on its own initiative, by resolution of the Audit Committee or by a vote of at least 1/3 of the total number of the members of EDC.
2. An Extraordinary General Assembly shall be convened by the EDC Managing Board within 3 months of the date of submitting the relevant resolution and shall arbitrate the matters for which it has been convened.

The Managing Board of EDC

§ 25

1. The EDC Board consists of 3 members at least: president and two vice presidents.
2. The Executive Board is elected by the General Assembly.

§ 26

The EDC Managing Board has the following powers:

1. representing the EDC abroad and acting on its behalf pursuant to the directions as specified by General Assembly,
2. activities aiming at the promotion of draughts as a sport and implementation of the resolutions of the General Assembly,
3. taking action in the following matters:
 - 3.1. recruiting sponsors to organise events
 - 3.2. subsidies for the EDC
 - 3.3. training of referees
 - 3.4. making arrangements, purchasing equipment for draughts events.
4. Managing the assets and funds of EDC in accordance with the regulations in force.
5. Compiling the EDC events calendar, planning of activities, creating finance plans.
6. Deciding on detailed sets of regulations for particular events.
7. Representing the EDC in the international sports organisations by proposing candidates for the committees of these federations.
8. Appointing and supervising dispute committees acting pursuant to the regulations specified by the EDC Board.
9. Settlement of disputes related to EDC activities.
10. Establishing the scope of responsibility and control of the EDC Office.
11. Appointment and dismissal of the Head of the Judge Committee of the EDC.

§ 27

1. Meetings of the Board shall be held as needed, not less however than once a quarter. Meetings of the Board may be held on the Internet.
2. Resolutions of the Board are decided by the ordinary majority of votes in the presence of at least half of its members. In the case of a tied vote the President has a casting vote.

Audit Committee

§ 28

1. The Audit Committee has three members including the President.
2. The Audit Committee meets as needed but at least once a year. The entire activities of EDC must be audited with particular consideration of financial economy in terms of the financial viability of activities.
3. The Audit Committee shall submit a report to the General Assembly. It has the exclusive right to make proposals regarding the fulfilment of duties by the Board.
4. Protocols together with the conclusions from the controls held are submitted by the Audit Committee to the Executive Board for implementation.
5. The Audit Committee is entitled to apply to the Board with the proposals resulting from the conclusions after controls and demand explanations as well as remedy to the irregularities.
6. The President of the Audit Committee or another member of the Committee authorised by the president can participate in the meetings of the Board and other EDC bodies with the consulting vote.

§ 29

For resolutions of the Audit Committee to be valid it is necessary:

1. The presence of at least 2 out of 3 people constituting the audit committee.
2. Obtaining of majority of votes while passing a resolution. With the equal number of votes the President's vote shall be decisive.

Chapter 5 Prizes and Awards

§ 30

1. The EDC has the right to reward its members participating in the events organised by EDC.
2. Rewards can be granted in the following form:
 - 2.1. Verbal praise
 - 2.2. Honorary diploma
3. Prizes are awarded by the Executive Board.

Chapter 6 Penalties and Sanctions

§ 31

1. The EDC has the right to impose sanctions on its members.
2. An EDC member can be sanctioned by:
 - 2.1. Verbal admonition
 - 2.2. Suspension of membership rights for a period of up to 6 months.
 - 2.3. Exclusion from the EDC.
3. The sanctions are imposed by the Executive Board. Appeals can be made against the Executive Board to the General Assembly within 30 days of the receipt of the Board decision in writing. Appeals must be made in writing.
4. The EDC can also impose the sanction of disqualification with respect to the participants of competitions in case of material breach of the competition regulations and/or misbehaviour. A participant shall be disqualified by the Board, and such a participant can appeal pursuant to the terms as stated above.

Chapter 7 The Property and Fund of EDC

§ 32

1. The EDC assets are: real estate, goods and money.
2. The EDC monry consists of:
 - 2.1. proceeds from competitions organised by the EDC (participation fees),
 - 2.2. subsidies,

- 2.3. membership fees,
- 2.4. donations,
- 2.5. proceeds from sponsors for the use of the name or logo of the EDC,
- 2.6. other proceeds obtained from statutory activities of EDC.

§ 33

1. The cooperation of two members of the Executive Board is required for the validity of the declarations concerning property rights and obligations of EDC.
2. The president is authorised to represent the EDC in performing any and all other activities and the President may act alone. In particular the president is entitled to sign alone the transfer orders.

§ 34

The scope and principles of the EDC financial activities are defined by the relevant regulations.

Chapter 8

Communication and the Official Languages of EDC

§ 35

1. All documents associated with **EDC** finances, protocols, regulations and statutes must be written in Estonian. This Estonian version must be used for settling all disputes of any kind whatsoever.
2. Communications to and from the EDC and its members must be always made in English.
3. The sessions of the General Assembly must be conducted in the following languages: Estonian, English and Russian. Departure from this rule is admissible as long as none of the participants object.

Chapter 9

Modifications to the Memorandum and Dissolution of EDC

§ 36

A resolution on any amendment to the memorandum or EDC dissolution must be made by the General Assembly by a 2/3 majority of votes in the presence of at least half of the members. In the absence of half the members the Executive Board must convene a separate meeting which has the powers to pass resolutions regardless of the number of the members present.

§ 37

Any resolution on dissolution of the EDC must determine the manner of liquidation and the distribution of the EDC assets.