

STATUTES OF THE CZECH SOCIETY FOR EUROPEAN AND COMPARATIVE LAW

TITLE I FUNDAMENTAL PROVISIONS

Article 1

The Czech Society for European and Comparative Law, o. s. (hereinafter “the Society”) is a non-profit association of citizens established on the basis of Act. No. 83/1990 Coll., on Associating of Citizens, as amended.

Article 2

The seat of the Society is located at České družiny 25, 160 00, Prague, [the Czech Republic].

TITLE II AIMS OF THE SOCIETY

Article 3

(1) The Society aims at supporting the study of European Union law, legal aspects of European integration and comparative law in the Czech Republic.

(2) The Society pursues its aims by undertaking particularly the following activities:

- (a) meeting of its members,
- (b) organizing lectures, seminars and discussions,
- (c) supporting scientific and scholarly activity of its members in the Czech Republic and abroad,
- (d) establishing and developing relationships with European and foreign partner organizations and foreign experts,
- (e) publishing and editing or cooperating on such activities,
- (f) securing financial funds for the above-mentioned activities.

TITLE III MEMBERSHIP

Article 4

[Membership in the Society]

The membership of the Society consists of ordinary members, Honorary Members and Patrons of the Society.

Article 5
[Ordinary Membership]

Every natural person, who is at least 18 years old and is interested in an activities of the Society, can become its ordinary member.

Article 6
[Formation of the Ordinary Membership]

(1) Membership in the Society is established by a decision of the Committee on accepting a future member, on the basis of a written application and payment of the membership fee, in an amount and way set out by the decision of the General Meeting. An application in the electronic form is considered as a written application in the meaning of this paragraph if it includes basic information of the written application.

(2) There is no legal entitlement to the membership in the Society.

(3) An appeal against a decision of the Committee not to accept an application can be brought to the General Meeting. The General Meeting decides on the appeal at its nearest meeting.

(4) The Committee keeps up-to-date records of the Society's members. The Committee submits the records of members, who were admitted to the Society during the time after the last General Meeting, to the General Meeting.

Article 7
[Rights and Duties of the Society's Members]

(1) Member of the Society is entitled to:

- (a) participate at the General Meeting, submit proposals thereto, and vote,
- (b) elect and to be elected to the Society's bodies,
- (c) be continuously informed by the Committee about the Society's activities,
- (d) take part in all Society's activities.

(2) Member of the Society is obliged to:

- (a) respect the Statutes of the Society,
- (b) contribute, in his or her capacity, to the realisation of the aims of the Society,
- (c) pay duly the membership fees.

(3) Once admitted to the Society, a member is obliged to pay the membership fee. The fee is due every year, always during the first 15 days of a new calendar year. New member of the Society must pay the full membership fee for the whole calendar year, regardless of the moment when he or she has been admitted. The amount and a way of payment are determined by the General Meeting on the proposal of the Committee.

Article 8
[Termination of the Ordinary Membership]

Membership in the Society is terminated:

- (a) by delivering member's written notice that he or she parts with the Society to the Committee,
- (b) by excluding a member by the General Meeting,
- (c) on the first day of a calendar year following a year in which the obligation to pay the membership fee was established, if the fee was not paid the Committee's written notice notwithstanding,
- (d) by a member's death,
- (e) by the Society's dissolution.

Article 9
[Honorary Members of the Society]

(1) Natural persons who significantly contributed either to the development of the Society or to the study of European or comparative law can be elected as Honorary Members of the Society. Every member of the Society can submit a proposal to that effect through the Committee to the General Meeting. The Committee submits the proposal at the nearest General Meeting together with its opinion on the proposal.

(2) Honorary Members are not obliged to pay the membership fee. They cannot vote at the General Meeting.

(3) Honorary membership is life-long. It is terminated by honorary member's death, decision of the General Meeting to withdraw the honorary membership or by delivering Honorary Member's written resignation to the Committee.

Article 10
[Patrons of the Society]

(1) Natural or moral persons, who substantially support the Society's activities, can, on a proposal of the Committee, be elected by the General Meeting to the position of the Patron of the Society.

(2) Patron of the Society is elected for two years and can be re-elected. The function of Patron is also terminated by death, by a decision of the General Meeting to deprive the Patron of the function, or by delivering Patron's written resignation to the Committee.

(3) Patron cannot vote at General Meeting.

TITLE IV
THE SOCIETY'S BODIES

Article 11
[The Society's Bodies]

The Society's Bodies are:

- (a) the General Meeting,
- (b) the Committee,
- (c) the President.

Article 12
[General Meeting]

(1) The General Meeting is the supreme body of the Society. It shall be composed of all Members of the Society.

(2) In the General Meeting's exclusive competence is:

- (a) adoption of the Statutes and their amendments,
- (b) election and removal from office of the President and other members of the Committee,
- (c) expulsion of a ordinary member or depriving a Honorary Member of his or her membership and a Patron of his or her function,
- (d) deciding on the amount of membership fees,
- (e) approving the report of the Committee on the Society's activities in the past term,
- (f) deciding on dissolution of the Society and settlement and distribution of property of the Society or on merging the Society with another association.

(3) The General Meeting can decide to reserve to its exclusive competence decisions on other matters related to the Society's activity.

(4) If not stated otherwise, the General Meeting decides by majority of votes of the members present.

(5) The General Meeting decides by two thirds of votes of the members present about a change of the Statutes, removal of a member of the Committee from office, election of a Honorary Member of the Society or a Patron, about the withdrawal of a Honorary Membership, about the withdrawal of the function of a Patron and about the dissolution of the Society.

(6) The General Meeting's quorum is attended when more than a half of all Society's members are present. Half an hour after the beginning of a General Meeting, the General Meeting's quorum is attended when any number of members is present, if at least half of the Committee's members are present.

(7) A member of the Society takes part in the General Meeting either in person or through written mandate. Member of the Committee cannot act for a member at the General Meeting.

(8) The General Meeting shall be either ordinary or extraordinary. Ordinary General Meeting is summoned at the end of each calendar year by the Committee. The Committee can summon extraordinary General Meeting in case of urgent need. The Committee must summon extraordinary General Meeting on a written request of at least one third of Society's ordinary members. If the Committee does not summon extraordinary General Meeting on a written request of at least one third of Society's ordinary members within two months after the request was delivered, it can be summoned by any member of the Society.

(9) Summoning of the General Meeting must be announced:

- (a) by a written or electronic notice to each of the members of the Society at least one month before the day when the General Meeting takes place,
- (b) by putting up the notice on the website of the Society in the same time limit.

(10) The notice on summoning the General Meeting must contain the date, time, place, programme and names of those who summon it.

(11) The General Meeting elects its chairperson and a record-keeper. The General Meeting can adopt its own Rules of Procedure.

Article 13 [Committee]

(1) The Committee is the executive body of the Society.

(2) The Committee has 5 members. It is composed of the President, Secretary, Treasurer and other two members of the Committee.

(3) The Committee shall decide on all matters related to the Society except for those that are reserved by these Statutes to the General Meeting or the President of the Society or those that the General Meeting decided to reserves for itself.

(4) The Committee seeks to reach consensus in its decision-making. Unless stated otherwise, the Committee decides by majority of its present members. In case of equality of votes the President's vote decides.

(5) The Committee's quorum is attended when the President or the Secretary authorised to represent him or her and at the same time two other members are present. The Committee can use for its meetings means of distant communication.

(6) The Committee's term of office is one year. A member of the Committee cannot be elected to the same function in the Committee for more than three consecutive terms.

(7) If a Committee's member resigns from office during the term, other members of the Committee can by unanimous vote decide on appointing substitute member of the Committee for the rest of the term of the resigning member. It is not possible to appoint a substitute, if it would lead to a change of more than two members of the Committee during one term. In case

of resignation of the third member during one term, the Committee shall summon an extraordinary General Meeting within two months after delivery of resignation of the third member. It is not possible to appoint through the procedure in accordance with this paragraph a substitute for the Society's President.

(8) The Committee's meetings take place at least once in three months. The meetings are open to any member of the Society.

(9) Any member of the Society can run for the office of a member of the Committee. The candidates will inform about their intent to run for office the Secretary at least 14 days before the General Meeting at which the Committee will be elected. Article 7 (1) b) on the right of ordinary member to be elected to the bodies of the Society is not affected.

(10) The Committee shall regularly inform the Society's members about the Society's activities. The Committee submits report on activities for its term of office.

Article 14 [President]

(1) The President represents the Society.

(2) The President:

- (a) steers the work of the Committee and the Society as a whole,
- (b) acts for the Society in external matters; The President can delegate this right to another member of the Committee only through a written mandate with a written consent of the Committee,
- (c) has exclusive right to sign contracts obligating the Society; If the total amount of the Society's obligations towards one subject or subjects entwined through propriety or acting in mutual accordance exceeds 10.000 Czech Crowns, the President must have written consent of the Committee for their acceptance.

(3) The President is accountable to the General Meeting.

(4) In case of resignation or termination of the President's office, the President shall be represented by the Secretary for the necessary period of time.

Article 15 [Secretary]

(1) The Secretary:

- (a) notifies summoning of the General Meeting,
- (b) keeps records of members,
- (c) prepares meetings of the Committee and makes records of them,
- (d) keeps the Society's records and correspondence,
- (e) sets up and keeps up to date website of the Society.

Article 16
[Treasurer]

(1) The Treasurer:

- (a) keeps bookkeeping and is responsible for it,
- (b) submits on a request of the President accounts to the President and continuously keeps the President informed,
- (c) submits to the Society a Report on the Society's economic management and final accounts for the period of time since the last General Meeting,
- (d) manages collection of membership fees.

(2) The treasurer is entitled to obligate the Society with common spending related to its activities and means of their securing up to 5.000 Czech Crowns. The total amount of all obligations accepted by the Treasurer during one accounting period cannot exceed 20.000 Czech Crowns.

TITLE V
ECONOMIC MANAGEMENT OF THE SOCIETY

Article 17
[Principles of Economic management]

(1) The Czech Society for European and Comparative Law, o.s., is a non-profit-making association.

(2) The Society manages its assets reasonably and economically so as its aims are fulfilled best.

(3) The Society composes its budget and follows it in its economic activities. A calendar year is one accounting year.

(4) The Society keeps records of its economic activities in accordance to legislation in force.

Article 18
[The Society's Income]

The Society income consists of particularly:

- (a) membership fees,
- (b) donations or subsidies,
- (c) grants,
- (d) participation fees paid by participants to events organised by the Society,
- (e) profits from selling publications and printed matters produced by the Society.

TITLE VI
DISSOLUTION OF THE SOCIETY

Article 19
[Termination of the Society]

(1) The Society is dissolved:

- (a) by a final and conclusive decision of the Ministry of Interior on dissolution of the Society,
- (b) by a decision of the General Meeting on dissolution of the Society,
- (c) by a decision of the General Meeting on merging the Society with another association.

(2) After the Society has been dissolved, settlement and distribution of property is executed. The General Meeting will decide together with the decision on dissolution of the Society on the remaining assets. Positive remaining assets will be preferentially given to an association that pursues goals close to those of the Society.

TITLE VII
INTERIM AND CONCLUDING PROVISIONS

Article 20
[Change of the Statutes]

Every member of the Society can propose to the General Meeting an amendment of the Statutes. The member submits a notice on such a proposal at least 14 days before the General Meeting, at which the amendment shall be proposed, to the Committee. The Committee then submits the proposal together with its opinion. The right of a member to make proposal in accordance to Article 7 (1) a) applies notwithstanding. The General Meeting votes on the proposal according to the procedure provided in Article 12 (4).

Article 21
[Interim Provisions]

(1) The Preparatory Committee executes the competences of the Committee and the General Meeting until the first ordinary General Meeting takes place. The Preparatory Committee will elect its President. The Preparatory Committee will submit to the first General Meeting report on its activities and management of assets.

(2) The first General Meeting will be summoned once the number of members of the Society reaches 9, 30 June 2008 at the latest. The first General Meeting will elect members of the Committee.