

## **Name and seat**

### *Article 1*

The society is named TU Delft Debating Club, and was founded on 11 November 2013. It is seated in Delft, the Netherlands.

## **Purpose**

### *Article 2*

The society aims to develop the debating culture at the TU Delft, improve the debating skills of its members, and stimulate and maintain contact between its members.

## **Means**

### *Article 3*

The society endeavours to reach this purpose by:

- a. hosting debating meetings;
- b. hosting workshops;
- c. hosting and participating in debating tournaments
- d. gathering knowledge and expertise on debating;
- e. hosting social events.

## **Duration**

### *Article 4*

The society is founded for an undetermined time.

## **Members**

### *Article 5*

1. Members can be those who study or work at the TU Delft.
2. External members are allowed when in compliance with the regulations as outlined in Article 6.
3. There should at no time be more than 30% external members.
4. Honorary members are former members who, having distinguished themselves during their membership of the society with extraordinary achievements towards the goals of the society, are nominated by the board and appointed by the assembly. Honorary membership entails membership as long as the society exists. Honorary members are exempted from payment of membership fees after appointment by the assembly. The board may terminate honorary membership in accordance with Article 7.3 of these statutes.
5. Membership is personal and cannot be transferred to another person or gained by succession.
6. The Secretary keeps a list of all the members.

## **Admission**

### *Article 6*

1. Those who want to become a member of the society should indicate this with the Secretary.
2. The board decides on admission of members.
3. In case of non-admission of members, the assembly may still decide to admit members.
4. By joining the society, every member agrees to submit to the regulations as stipulated in this document and to support the purpose of the society.

## **End of membership**

### *Article 7*

1. Membership is terminated by:
  - a. death of the member;
  - b. written notice by the member. This can happen at any time without observance of a term of notice;
  - c. termination on behalf of the society by the board with observance of a one (1) month notice;
  - d. dismissal on behalf of the society by the board;
  - e. the start of an academic year in which the member does not have membership of the TU for at least a part of the year.
2. In case of termination of membership during the academic year, the yearly contribution remains due, unless the board determines otherwise.
3. Termination or dismissal on behalf of the society by the board can only happen in case the member acted contrary to the regulations or decisions of the society, or unreasonably harms the society. The board shall inform the member in writing of the decision with the reason for the decision. The member can appeal the decision at the Assembly with an appeal period of one (1) month after receiving the notification of dismissal. During the appeal period and pending the appeal, the member is suspended. The decision of the assembly to dismiss the member has to be taken with a two-thirds ( $\frac{2}{3}$ ) majority of the votes cast.

## **Funds**

### *Article 8*

1. The funds of the society consist of:
  - a. membership fees paid by members;
  - b. donations;
  - c. subsidies;
  - d. sponsorships;
  - e. payments for debating activities performed or organised by members.
2. The membership fee for the next academic year shall be determined at the Annual Assembly.
3. The board has the power to partially or completely waive the payment of the membership fee of a member.
4. The board has the power to partially or completely refund the membership fee of a member.

### *Article 9*

Payment of membership fees and other indebted amounts must happen semiannually before a date set by the Treasurer.

## **Board**

### *Article 10*

1. The board consists of an uneven amount of at least three (3) people, chosen out of the members. These are appointed during an Assembly, preferably the Annual Assembly. If the board consists of fewer than the minimum, the board remains qualified as long as it consists of at least two (2) board members. The board makes it a priority to find board members to reach the minimum again.
2. The President is appointed by the previous board and needs to be approved during an Assembly. If at least two-thirds ( $\frac{2}{3}$ ) of the votes cast is against, a President is appointed by the assembly from the members.
3. The President appoints from the members a Secretary and a Treasurer. For these functions, a replacement can be appointed. A board member cannot hold more than one (1) function.
4. The board as a whole is responsible for their joint decisions. Next to that, each board

- member is held to properly perform its specific duties, as outlined in the Bylaws.
5. Every board member resigns within 2 years after their nomination, according to the rotation plan mentioned in section 8.
  6. The board membership is terminated by:
    - a. end of the membership;
    - b. dismissal;
    - c. resignation.
  7. Every board member can at any time be fired or suspended during an Assembly if there is a two-third ( $\frac{2}{3}$ ) majority of the votes cast. A suspension that does not lead to a decision to dismiss within three (3) months is ended.
  8. Every academic year at least one (1) board member resigns according to a rotation plan made by the board. The resignees are at once re-electable.
  9. The board members can resign at any time if this is done in writing with a term of notice of three (3) months.
  10. The board has the power to delegate parts of its tasks to committees appointed by the board and of which the tasks and responsibilities are determined by the board.
  11. The board needs approval from the assembly before it is authorised to:
    - a. conclude agreements to buy, transfer, or encumber registered property;
    - b. conclude agreements by means of which the society binds itself as a surety or commits itself as joint and several debtor;
    - c. conclude agreements by which it warrants performance by a third party or provide security for a debt of a third party;
    - d. take out loans;
    - e. renting or leasing any registered property.

## **Meetings**

### *Article 11*

1. The meetings are divided into:
  - a. Annual Assembly;
  - b. Assembly;
  - c. board meeting;
2. A board meeting is valid when at least a majority of the amount of board members is present. Board meetings are held monthly or at the request of the President or at least two (2) of the board members.
3. The board calls an Assembly in the following cases:
  - a. an Annual Assembly in the months of September or October;
  - b. in the months of February through June;
  - c. when it is deemed necessary by a majority of the board;
  - d. when at least seven (7) members desire one, at most three (3) weeks after the board receives such a request, containing the points they want to see discussed. In case the board does not comply with such a request, the requesters can organise an Assembly themselves, observing the provisions set out in the Statutes and the Bylaws wherever applicable.
4. An Assembly must be announced by the board to the members at least fourteen (14) days in advance in writing or by email. The announcement contains the points and proposals to be addressed during the meeting, as well as the location, date, and time of the meeting.
5. On the agenda for the Annual Assembly should be:
  - a. minutes of the previous Assembly;
  - b. annual report;
  - c. annual report and budget of the Treasurer;
  - d. audit committee report;
  - e. discharging board members;

- f. instating the board if applicable;
  - g. a preliminary budget for the upcoming year;
  - h. activity plan for the upcoming year.
6. During the Annual Assembly the board presents its annual report detailing the course of events and policy during the previous year. The annual reports are signed by all board members. In case one or more board members have not signed them, this will be explicitly mentioned and the reasons to not sign are stated.
  7. Approval of the annual reports presented at the Annual Assembly discharges the board, except for what is not in the reports.
  8. In case the annual reports are not approved, the assembly will appoint a commission of at least three (3) members that will research the reports. Within one (1) month after appointment the commission will report to the assembly. If the reports are again not approved, the assembly will take the measures it deems in the interest of the society.
  9. Accepting a non-member to attend an Assembly is decided upon by the assembly.

## **Decision-making**

### *Article 12*

1. Decisions are, unless explicitly mentioned otherwise, taken with the majority of the valid votes cast. In case no majority is obtained with a first vote, there will be a second ballot. Votes on people are cast in writing, votes on affairs orally, unless the assembly prefers a written vote. In case a vote on affairs is split (i.e., exactly half of the votes is in favour), the proposal is rejected. In case of an election, the person with more than half the votes wins. In case no one has that majority, a second election is held between the two people with the most votes, where the one with the majority of the votes wins. In case a vote on people is split, the President and Secretary will represent approval and rejection, respectively. They will play a game of Mikado (if they are incapable to do so, they can appoint another member present to fill in) in order to decide who gets to call a coin toss, deciding the matter.
2. The total amount of votes is the amount of valid votes cast. Blank votes are not valid votes. Blank or invalid votes are used only to determine the quorum.
3. Decisions made at an Assembly are valid only when the society-owned game of Mikado and coin are present.
4. A call made by the President on the outcome of a vote is decisive. However, if the outcome is disputed immediately after the call is announced, the vote is re-done in case votes were cast orally, and recounted if votes were cast in writing. The second ballot is the final decision and any effects from the earlier vote are disregarded.
5. All members are required to accept the decisions made at the Assembly, regardless of whether they were present during the decision. They also commit themselves to co-operate with implementing the decisions.

### *Article 13*

The academic year runs from 1 September till 31 August the following year.

The financial year runs from 1 January till 31 December.

## **Audit committee**

### *Article 14*

The audit committee is appointed at the Assembly in February through June. It consists of two (2) members qualified to vote that are not board members and one (1) person appointed by the largest sponsor, that will check the cash and the books and report about that at the upcoming Annual Assembly.

## **Statute amendments**

*Article 15*

1. Amending the Statutes can only take place after an Assembly where it has been announced as part of the agenda, where at least half ( $\frac{1}{2}$ ) of the members is present, with at least three-fourths ( $\frac{3}{4}$ ) of the valid votes cast in favour of the decision. If the attendance is less than half ( $\frac{1}{2}$ ) of the members, a second Assembly is held between three (3) and four (4) weeks later. In this last-held Assembly the amendment is accepted if it gets at least three-fourths ( $\frac{3}{4}$ ) of the valid votes cast.
2. Those that aim to amend the Statutes should submit a copy of the intended amendments at least five (5) days before the day of the Assembly and ensure that all members can peruse the document until at least the end of the day of the Assembly.

**Dissolution and liquidation**

*Article 16*

1. Dissolution of the society can only take place when an Assembly specifically for this purpose has been held, where at least two-thirds ( $\frac{2}{3}$ ) of the members needs to be present and at least half of those present needs to be in favour. If the attendance is less than two-thirds ( $\frac{2}{3}$ ) of the members, a second Assembly will be held between three (3) and four (4) weeks later. In this last-held Assembly the decision is made based on the majority vote.
2. In case no liquidators are appointed with the decision to dissolve the society, the board will become the liquidators.
3. The society's credit balance will be used according to the goals which are determined by the assembly to be most in line with the society's purpose.
4. After dissolution the society will survive as long as is necessary to liquidate its assets. During this time, the Statutes and Bylaws will remain in effect whenever possible.
5. The books and records of the society must be kept by the liquidators appointed natural or legal person, for at least seven (7) years after liquidation.

**General**

*Article 17*

In all cases where the law, these Statutes, or the Bylaws do not foresee, the board decides.