

11 February, 2006

Articles of Association of Federation of Wadokai Europe, non-profit making association

English version

**Articles of Association of
Federation of Wadokai Europe,
non-profit making association**

Paris, 11 February, 2006,

The undersigned:

- Mr Patrice Belrhiti, address: 12 rue Erckmann-Chatrion 57400 Sarrebourg, France , date of birth: 25.05.1952, place of birth: Seffrou, country of birth: Morocco, nationality: French, professional occupation: Manager of Aquatic Center in Sarrebourg
- Mr Colin Clapperton, address: 18 Springfield Place, South Queensferry, Edinburgh, EH30 9XE, Scotland, date of birth: 25.02.1950, place of birth: Edinburgh, country of birth: Scotland, nationality : Scottish, professional occupation: Karate Instructor
- Mr Jozsef Sztako, address: Külső Szilagyi Str. 112, I/02, Budapest 1048, Hungary, date of birth: 05.09.1961, place of birth: Budapest, country of birth: Hungary, nationality: Hungarian, professional occupation : business/high-tech commercial of HITACHI High-Tech Europe, Budapest Office
- Mrs Claudine Leyers, address: rue Basse 32, 3813 Schiffange, Luxembourg, date of birth: 20.12.1960, place of birth: Schiffange, country of birth: Luxembourg, nationality: Luxembourg, professional occupation: Commercial Manager

hereby declare to found a non-profit making association governed by the Luxembourg Law of 21 April 1928 and its modifications by the Law of 22 February 1984 and 4 March 1994 as well as the articles of which are drawn up as follows:

Title I: Name - Registered Address - Aim -Duration

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Article 1

The association shall be called Federation of Wadokai Europe, in short Wadokai Europe or WE.

Article 2

The registered office of the Association will be in ^{G.D. of Luxembourg} Luxembourg. It may be relocated to any other European place by simple decision of the WE Council.

Article 3

The aims of WE will be to:

- foster and develop the authentic Wado Karate in Europe, using high grade Japanese and European instructors,
- arrange, organize and administer official Wado Karate in Europe,
- affiliate to, assist, co-operate with and support national and international organizations having objectives approved by WE,
- provide members with such services and support as may be available through their membership of WE,
- do all such other things as are incidental or conducive to the furtherance of the aims of WE.

Article 4

The Association is established for an unlimited period, yet it can be dissolved at any time.

Article 5

General clause – anything incidental to the main purpose (Article 3)

Title II: Membership

Article 6

Active members are those who undersign these articles at the establishment, as well as those whose name is mentioned in the list of members which is deposited annually at the registry of companies and associations of Luxembourg.

Article 7

Active members shall be of two (2) categories:

- a) Full Members of WE shall be any countries that has been elected to full membership of WE by a majority of no less than two thirds of members present or represented and voting at a properly convened meeting of WE.

- b) Affiliate Members shall be countries who do not seek to be full members of WE or have not yet been elected to full membership. The Affiliate Members may attend meetings but only as observers. Election of Affiliate Members will be by two thirds of the members present.

Affiliate Members' rights are:

- They would not pay any membership fee .
- They would submit their data like all other members
- They would be convened to the General Assembly
- They would not be entitled to summon a General Assembly
- They would have no voting rights
- Their advisory capacity is not compulsory
- They would have no powers with regard to the appointment of members of the Board of Directors
- They could not be members of the Board of Directors
- Their position as Affiliate Members would be reviewed every year
- They would have to make every effort to become Full Members.

Article 8

Any Affiliate Member may apply for membership as a Full Member after a year. The request for admission of a candidate Full Member must be submitted in writing to the president, chairing the Board.

Article 9

The maximum membership subscription for the Full Members amounts 500 EUR (five hundred euros) maximum.

Article 10

Any affiliate or full member may resign from the association at any time by sending his resignation by means of a registered letter to the Board. The membership will automatically stop after non-payment of the membership subscription and after one and only reminder sent by registered mail.

Article 11

Upon cessation of membership of members, any claim upon the property or funds of the Association is forfeited.

Title III: The Board (Executive Committee)

Article 12

The association is administered by a Board, which consists of at least four (4) members and a maximum of seven members .The Board will consist of:

- The Chairman
- The Vice-Chairman
- The General Secretary
- The Treasurer
- Three elected Members, whereby a minimum of one woman shall be represented

The board members are appointed for a period of 4 years (Olympiade), however, they are eligible once for re-election each Olympic year thereafter.

Article 13

Any applicant as a member of the Board must:

- be 18 years the day of the election,
- be Black Belt 1st DAN of Wado Karate,
- having paid his membership fees,
- have been a member of WE for the past four (4) years when applying ;

Any application for membership shall be considered by the Board and the Board shall notify the applicant within 1 month of the Board's decision.

The Board's decision is subject to approval by Annual General Meeting.

Article 14

The Board assigns to its members any function that is required for the running of the Association.

Article 15

The Secretary general is entrusted with the day-to-day-operations

Article 16

The members of the Board carry out their mandate free of charge. However, they are entitled to compensation for the costs incurred while carrying out their mandate.

Article 17

The Board has the responsibility to manage the association's affairs and shall represent the Association in relations in and outside court.

Article 18

The WE shall be bound by the signature of at least two (2) members of the Board.

Article 19

The Board shall meet upon being called to a meeting by the Chairman and/or the Secretary or by a simple majority of Board members.

It may only decide if the majority of the Board members are present.

Title IV: WE Council (General Assembly)

Article 20

The WE Council is legitimately convened once a year. The WE Council must convene at least once a year for the approval of the accounts of the past year and for the budget of the ensuing year.

Article 21

In order for convocations for the WE Council to be valid they have to be signed by the president and /or the secretary general. All active members have to be summoned by ordinary letter or by electronic mail at least seven working days before the meeting.

Article 22

The convocation letter stating the place, day and time of the meeting and containing the provisional agenda is sent out at least 21 days before the meeting.

Each item submitted at least 14 days before the meeting, in writing to the chairperson should also be included in the agenda.

The final agenda should be sent out at least 10 days before the meeting.

Items, which are not mentioned in the agenda, cannot be treated in any way. The item

“Any other business” is for informational purposes only and does not require a vote.

Article 23

Each country, WE Council Full member, is granted one vote each.

Voting per proxy is permitted, however, a maximum of two (2) proxies is granted to one country. The proxy must be signed and stamped by the representative of the country.

Voting per mail is not permitted.

Article 24

Minutes are drawn up of each meeting which are signed by the President and the Vice-President and are recorded in a special register. This register can be examined by the active members and interested third parties at the registered office of the Association.

The president of the agent mandated by the Board affixes valid signatures on the certificates of the register

Article 25

The decision to amend the statutes or to dissolve the association can only be taken if 2/3 of the voting active members are present or represented at the General Assembly.

A decision to amend the statutes will only be accepted if a majority of 2/3 represented votes in the General Assembly thereof.

In case this quorum is not reached, a second meeting can be convened at that meeting, at least 8 days later, and then this assembly will be able to take a valid decision, regardless of the number of members.

Article 26

A majority of 2/3 of the votes is necessary for the exclusion of a member. Where exclusion is proposed this item must appear on the agenda as well and the member is to be invited to represent himself or to have someone else represent him.

Article 27

The General Assembly will elect two auditors of the financial report.

Title V: The Technical Committee

Article 28

The Technical Committee shall consist of the most graded Wado Karate exponents of the countries, WE Council Full members

Provisions for the working of the Technical Committee will be detailed in the internal regulations to be set out.

Article 29

The duties of the Technical Committee shall be to:

- maintain the technical standard of the Wado style,
- advise the Board on all technical Karate matters,
- maintain a register of Dan Grade Examiners
- appoint and maintain a register of senior instructors throughout Europe approved by Wadokai Europe.

Title VI: Voting

Article 30

Without prejudice to anything in these Articles, voting at any meeting is by way of simple majority.

Title VII: Special Interest Groups and Committees

Article 31

The WE Council can decide to create Special Interest groups and committees.

Provisions for the creation and the working of such groups are detailed in the internal regulations to be set out, details of which are available from the Board on receipt.

Title VIII: Accounts and Budgets

Article 32

The financial year runs from 1st September to 31st August.

Title IX: Dissolution and Settlement

Article 33

In the case of voluntary dissolution, WE, and the court appoints one or more liquidators, the assets will be transferred to an association whose goal comes closest to that of the dissolved association.


If such association cannot be identified, the assets will be transferred to a charity organization.

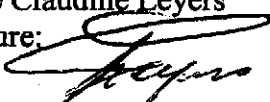
Article 34

The Luxembourg Act of 21st April 1928 and its modifications apply to everything that is not provided for these statutes or the internal regulations approved by the WE Council.

Paris, 11 February, 2006,

- M Patrice Belhiti
signature: 

- M Colin Clapperton
signature: 

- Mme Claudine Leyers
signature: 

- M Jozsef Sztako
signature: 