

ARTICLES OF ASSOCIATION

of the association “Movement Factory, z. s.”

Article 1

Introductory Provisions

1. The name of the association is: Movement Factory, z. s., abbreviated as MF (hereinafter referred to as the "Association").
2. The registered office of the Association is: Malé náměstí 76, Veselí nad Lužnicí, Postal Code 391 81.
3. The Association is a legal entity established pursuant to Act No. 89/2012 Coll., the Civil Code, as amended.

Article 2

Purpose of the Association

- 2.1 The purpose of the Association is to support the pursuit of dance as a sporting activity; to teach, educate and prepare talented dancers; to train and educate dance coaches and choreographers; to support the activities of the training centre; to organise and support dance competitions; to promote dance; and to carry out other related tasks.
- 2.2 In pursuit of the above objective, the Association shall in particular:
 - a) organise, coordinate and manage the sporting activities of the Association in accordance with these Articles of Association;
 - b) support the development of dancers and provide education and professional development for dance coaches;
 - c) provide training placements for other dance clubs or teams;
 - d) organise and manage dance training for youth;
 - e) organise and manage dance competitions;
 - f) participate in obtaining financial and material resources to support its activities and to partially provide resources for the activities of the Association's members;
 - g) carry out its own economic activities in order to obtain financial and material resources to support its activities;
 - h) hold training sessions, competitions and workshops on premises intended for such purposes;
 - i) issue internal regulations;
 - j) operate and promote its own website, Instagram and Facebook pages, as well as other social networks intended for this purpose.

Article 3

Commencement and Termination of Membership

- 3.1 Natural persons, legal entities and youth may become members of the Association. "Youth" means a natural person under 18 years of age.
- 3.2 Membership shall be either full or associate membership.
- 3.3 Full membership carries all rights and obligations laid down in these Articles of Association. Associate members may exercise all rights and obligations laid down in these Articles of Association, with the exception of voting rights and the right to elect and be elected at meetings of the General Meeting of the Association.
- 3.4 Associate members may be natural persons, legal entities and youth.
- 3.5 The membership of a full member commences on the date on which admission as a member of the Association is approved by the General Meeting of the Association.

- 3.6** The membership of an associate member commences on the date on which the Committee admits the applicant as a member of the Association on the basis of a written application containing a declaration of accession to the Articles of Association. If admission of an associate member is refused, the unsuccessful applicant shall have the right to refer the matter to the General Meeting.
- 3.7** Membership terminates:
- a) upon a member's withdrawal from the Association by written notice, effective on the date on which such notice is duly delivered to the Committee;
 - b) upon expulsion of a member from the Association by the General Meeting for a serious breach of membership obligations or persistent breaches of membership obligations;
 - c) upon the death of a member of the Association who is a natural person;
 - d) upon the dissolution of a member of the Association that is a legal entity;
 - e) upon the dissolution of the Association.

Article 4

Rights and Obligations of Members of the Association

- 4.1** A full member of the Association has the right to:
- a) participate in the activities of the Association;
 - b) elect and be elected to the bodies of the Association;
 - c) attend, speak and vote at the General Meeting;
 - d) be informed about all activities of the Association;
 - e) submit proposals and suggestions to the General Meeting and the Committee;
 - f) regularly receive minutes of meetings of the Committee and the General Meeting;
 - g) attend competitions or matches organised by the Association as a spectator free of charge or at a reduced admission fee;
 - h) have access to the hall during youth dance training sessions;
 - i) cooperate with the Head Coach and the Head Coach's assistants for the benefit of youth.
- 4.2** An associate member of the Association who is a natural person has the right to:
- a) participate in the activities of the Association;
 - b) attend competitions and matches organised by the Association as a spectator free of charge or at a reduced admission fee;
 - c) have access to the hall during youth training sessions;
 - d) cooperate with the Head Coach and the Head Coach's assistants for the benefit of youth;
 - e) submit proposals and suggestions to the General Meeting and the Committee.
- 4.3** An associate member of the Association that is a legal entity has the right to:
- a) participate in the activities of the Association;
 - b) attend competitions and matches organised by the Association as a spectator free of charge or at a reduced admission fee;
 - c) receive reduced-price tickets for its business partners for events organised by the Association;
 - d) participate in marketing activities during competitions organised by the Association;
 - e) place its logo on the Association's website;
 - f) place its logo on the Association's jerseys and sports equipment;
 - g) submit proposals and suggestions to the General Meeting and the Committee.
- 4.4** An associate member of the Association who is a youth member has the right to:

- a) participate in the activities of the Association;
 - b) participate in dance training sessions;
 - c) participate in competitions and related events organised by the Association;
 - d) attend competitions or matches organised by the Association as a spectator free of charge or at a reduced admission fee;
 - e) submit proposals and suggestions to the General Meeting and the Committee.
- 4.5** Every member of the Association has the following obligations:
- a) act in accordance with these Articles of Association;
 - b) act in accordance with decisions of the General Meeting and the Committee;
 - c) protect the good name of the Association;
 - d) pay membership fees.
- 4.6** The amount of membership fees shall be decided by the General Meeting on a proposal from the Committee. Decisions shall be made regarding the following categories of membership fees:
- a) membership fee for a full member;
 - b) membership fee for an associate member who is a natural person;
 - c) membership fee for an associate member that is a legal entity;
 - d) membership fee for an associate member who is a youth member.
- 4.7** An associate or full member of the Association who is a natural person shall be issued confirmation of membership in the form of a membership card. An associate member of the Association who is a youth member shall be issued confirmation of membership in the form of a dancer card. The membership card and dancer card shall contain a photograph of the member, an indication of whether the membership is full membership, associate membership of a natural person, or associate youth membership, and information on the payment of membership fees.

Article 5

Bodies of the Association

- 5.1** The bodies of the Association are the General Meeting, the Committee, the Treasurer and the Head Coach. The Committee may entrust the Secretary of the Association with the performance of certain activities.

Article 6

General Meeting

- 6.1** The General Meeting is the supreme body of the Association.
- 6.2** Full members of the Association are entitled to vote at the General Meeting. Each full member has one vote at a meeting of the General Meeting. A member of the Association that is a legal entity shall be represented at a meeting of the General Meeting by its statutory body, a member of its statutory body, or a representative who presents a written power of attorney granted by the member of the Association that is a legal entity. A representative of a member of the Association, whether a natural person or a legal entity, must always be a natural person.
- 6.3** The General Meeting shall meet once a year.
- 6.4** The General Meeting shall be convened by the Committee. The Committee is also obliged to convene the General Meeting if requested to do so in writing by at least one third of all full members of the Association. The Committee has the right, on its own initiative or at the initiative of at least one third of the full members, to convene an extraordinary General Meeting.

- 6.5** The Chair of the Committee shall convene the General Meeting by written invitations sent to all full members of the Association at least 15 days before the General Meeting is held. The invitation shall state the date, time and place of the meeting. The invitation must also include the agenda of the meeting.
- 6.6** The General Meeting has a quorum if more than half of all full members of the Association are present.
- 6.7** If the General Meeting does not have a quorum, the Chair of the Committee shall convene a substitute General Meeting within 30 minutes of the preceding meeting. The invitation must clearly state that if the ordinary General Meeting does not have a quorum, the Chair of the Committee will convene a substitute meeting of the General Meeting. At the substitute meeting, the General Meeting may consider only matters included on the agenda of the preceding meeting. The substitute General Meeting has a quorum irrespective of the provisions of Clause 6.6.
- 6.8** Meetings of the General Meeting shall be chaired by the Chair of the Committee or by a member of the Committee authorised by the Chair, usually a Vice-Chair of the Committee. Before the agenda of the General Meeting commences, the General Meeting must elect one minute-taker, one verifier of the minutes and one person responsible for counting votes.
- 6.9** The powers of the General Meeting include:
- a) approving the Articles of Association and amendments thereto;
 - b) electing and removing members of the Committee on nominations by members pursuant to Clause 7.4 of the Articles of Association;
 - c) approving the report on the financial management of the Association;
 - d) approving the amount of membership fees;
 - e) approving the proposed budget of the Association;
 - f) deciding on the admission of new full members;
 - g) deciding on the admission of new associate members of the Association pursuant to Clause 3.6 whom the Committee has not admitted;
 - h) expelling a member of the Association pursuant to Clause 3.7(b) of the Articles of Association;
 - i) deciding on the voluntary dissolution of the Association;
 - j) deciding on a merger with another association;
 - k) electing the liquidator;
 - l) electing the minute-taker, verifier of the minutes and person responsible for counting votes;
 - m) deciding on the election of the Committee pursuant to Article 7;
 - n) electing and removing members of the Committee on a proposal from the Committee if no nominations pursuant to Clause 7.4 of the Articles of Association have been submitted;
 - o) deciding on the annulment of a resolution of the Committee within the meaning of Article 7.10 of the Articles of Association;
 - p) other matters unless assigned to the Committee by law or by these Articles of Association.
- 6.10** The General Meeting shall decide by a simple majority of the votes of the members present, unless these Articles of Association require a greater number of votes.
- 6.11** A decision pursuant to Clause 6.9(a), (f), (g), (h), (i), (j), (k) or (n) of the Articles of Association requires a two-thirds majority of the votes of the members of the Association present.
- 6.12** Minutes shall be taken of meetings of the General Meeting by the minute-taker. The minutes shall be signed by the Chair of the Committee, the verifier of the minutes and the minute-taker.

Article 7

Committee

- 7.1** The statutory body of the Association is the Committee. The Committee has three members: the Chair and two Vice-Chairs.
- 7.2** The Association shall be represented externally by at least two members acting jointly, always either the Chair and a Vice-Chair or two Vice-Chairs. Documents shall be signed on behalf of the Association by the members of the Committee adding their signatures and titles to the written or printed name of the Association.
- 7.3** When acting on behalf of the Association, members of the Committee are obliged to proceed in accordance with decisions of the General Meeting and the Committee.
- 7.4** Only a member of the Association, or the statutory body or a member of the statutory body of a member of the Association, may be a member of the Committee. The term of office of a member of the Committee shall be the same as the term of office of the Committee. Any member of the Committee may be removed by the General Meeting during the term of office.
- 7.5** The Committee manages the activities of the Association. The principal duties of the Committee include:
- a)** performing tasks assigned to the Committee by the General Meeting;
 - b)** ensuring the fulfilment of the objectives of the Association;
 - c)** informing members of the Association about its activities;
 - d)** properly managing the property of the Association;
 - e)** supervising the activities of the Head Coach and reviewing and approving the training plan;
 - f)** ensuring the Association's marketing activities and preparing and ensuring implementation of the marketing plan;
 - g)** conducting the Association's communications with all members of the Committee;
 - h)** submitting a report on the financial management of the Association to the General Meeting;
 - i)** submitting a proposed budget for the following year to the General Meeting;
 - j)** properly maintaining the accounts;
 - k)** acting in accordance with the Articles of Association;
 - l)** properly maintaining the Association's archive.
- 7.6** Meetings of the Committee shall generally be held once a month. A member of the Committee may not be represented by another person at a Committee meeting. Committee meetings shall be convened by the Chair of the Committee by written invitations sent to all members of the Committee by email at least seven days before the meeting. The invitation shall state the date, time and place of the Committee meeting and the proposed agenda.
- 7.8** Minutes shall be taken of Committee meetings by the minute-taker. The minutes shall be signed by the Chair of the Committee and the minute-taker.
- 7.9** The Committee has a quorum if more than half of the members of the Committee are present.
- 7.10** The Committee shall decide by a simple majority of the votes of the members present.
- 7.11** In the event of a tie, the Chair of the Committee shall have the casting vote.
- 7.12** The Committee shall elect the Chair of the Committee from among its members and may remove the Chair by a simple majority of the votes of all members of the Committee.
- 7.13** The Chair of the Committee manages the activities of the Committee. The Chair's duties include:
- a)** representing the Association externally;
 - b)** acting on behalf of the Association and convening the General Meeting of the Association;

- c) chairing meetings of the General Meeting of the Association;
 - d) convening Committee meetings;
 - e) chairing Committee meetings;
 - f) ensuring that minutes of meetings of the General Meeting and the Committee are prepared.
- 7.14** If the Chair of the Committee is unable to perform the duties assigned to the Chair, those duties shall be performed by a Vice-Chair of the Committee. If the Vice-Chair is unable to perform those duties, the oldest member of the Committee shall be deemed authorised to perform the duties of the Chair of the Committee.
- 7.15** The term of office of the Chair of the Committee shall be the same as the term of office of the Committee.
- 7.16** The Committee shall elect a Vice-Chair of the Committee from among its members and may remove the Vice-Chair by a simple majority of the votes of all members of the Committee.
- 7.17** A Vice-Chair of the Committee shall perform the duties of the Chair of the Committee if the Chair is unable to perform those duties.
- 7.18** The term of office of a Vice-Chair of the Committee shall be the same as the term of office of the Committee.
- 7.19** The term of office of the Committee is four years and shall not end before a new Committee has been elected.

Article 8

Treasurer

- 8.1** The Treasurer of the Association shall be elected from among the membership by a simple majority of the votes of all members of the Committee.
- 8.2** The duties of the Treasurer of the Association are to ensure that the accounts are properly maintained and to:
- a) submit to the Committee a draft report on the financial management of the Association;
 - b) submit the proposed budget of the Association to the Committee for preliminary consideration;
 - c) submit to the Committee for preliminary consideration a proposal determining the amount of the membership fee;
 - d) monitor payment of membership fees;
 - e) keep the Committee continuously informed about the financial management of the Association;
 - f) attend Committee meetings at the request of the Committee.
- 8.3** The term of office of the Treasurer of the Association shall be the same as the term of office of the Committee.

Article 9

Secretary

- 9.1** The Committee may establish the position of Secretary of the Association. The Secretary is an employee of the Association who carries out activities related to the operation of the Association.
- 9.2** The Secretary shall in particular be obliged to:
- a) ensure the administrative and operational activities of the Association;
 - b) handle the club's correspondence;
 - c) maintain a database of all members of the Association;

- d) archive legal documents such as the Articles of Association or contracts;
- e) attend Committee meetings and take minutes of Committee meetings.

9.3 The Secretary need not be a member of the Committee.

Article 10

Head Coach

10.1 The Head Coach shall be elected from among the membership by a simple majority of the votes of all members of the Committee.

10.2 The Head Coach is obliged to:

- a) ensure the athletic preparation of youth;
- b) prepare the training plan;
- c) regularly attend dance training sessions and competitions organised by the Association;
- d) appoint and remove assistants to the Head Coach;
- e) provide training for assistants to the Head Coach and, where applicable, other coaches;
- f) inform the Committee of the Association about the Head Coach's activities once a month;
- g) attend Committee meetings at the request of the Committee.

10.3 The Head Coach shall be appointed for an indefinite term. The Head Coach may be removed by a simple majority of the votes of all members of the Committee.

10.4 The Head Coach shall perform the role on the basis of an agreement with the Association.

Article 11

Principles of Financial Management

11.1 The Association shall maintain accounts to the extent and in the manner prescribed by law. The Committee is responsible for proper maintenance of the accounts and, within the Committee, responsibility rests with its authorised member, the Treasurer of the Association.

11.2 The Committee is accountable to the General Meeting for the proper management of the Association's property.

11.3 In order to ensure the proper management of the Association's property, each year at the first meeting of the General Meeting in the calendar year, the Committee shall submit to the General Meeting for approval a report on the financial management of the Association in the previous year and a proposed budget for the following year.

11.4 The Association's income consists in particular of membership fees and donations from members of the Association, donations from sponsors, and donations from other persons.

Article 12

Membership Fee

12.1 Membership fees are intended to support the activities of the Association and may not be used for any other purpose.

12.2 Each year at its first meeting in the calendar year, the General Meeting shall, on a proposal from the Committee, determine the amount of the annual membership fee, with different amounts for members who are natural persons, members that are legal entities, and associate youth members. If the General Meeting does not approve the proposed amount of the membership fee at its first meeting in the calendar year, the members of the Association shall be obliged to pay the membership fee in the amount determined for the preceding calendar year.

- 12.3** An associate member is obliged to pay membership fees amounting to one half of the fee payable by a full member.
- 12.4** A member of the Association must pay the membership fee within two months of the date on which the General Meeting decided or should have decided on its amount.
- 12.5** Upon payment, the membership fee becomes the property of the Association and, as such, may not be refunded, including upon termination of membership.

Article 13

Dissolution of the Association

- 13.1** The Association shall be dissolved:
- a)** by voluntary dissolution;
 - b)** by merger with another association; and
 - c)** by a final and binding court decision ordering its dissolution.
- 13.2** Prior to the dissolution of the Association, the Association shall be liquidated unless all of its assets pass to a legal successor. The liquidation shall be carried out by a liquidator.
- 13.3** The liquidator shall be elected by the General Meeting.
- 13.4** Following the dissolution of the Association, the liquidation balance shall be distributed in equal shares among the persons who were members of the Association on the date of its dissolution.

Article 14

Final Provisions

- 14.1** The first members of the Committee of the Association are:
- a)** Jakub Dvořák, date of birth 19 December 1997, residing at Lucemburská 2435/15, Prague 3 – Vinohrady, Postal Code 130 00;
 - b)** Vladimíra Dvořáková, date of birth 31 October 1970, residing at Hlivická 423, Prague 8 – Bohnice, Postal Code 181 00;
 - c)** Jiří Hammer, date of birth 21 February 1975, residing at Katovická 404/18, Prague 8 – Bohnice, Postal Code 181 00.
- 14.2** The first Treasurer of the Association is Vladimíra Dvořáková, date of birth 31 October 1970, residing at Hlivická 423, Prague 8 – Bohnice, Postal Code 181 00.
- 14.3** At the first meeting of the Committee, the first Chair of the Committee and the first Vice-Chairs of the Committee of the Association shall be elected. A decision shall also be made approving the amount of membership fees for full and associate members.

In Prague on 1 September 2025

Chair of the Committee

Vice-Chair of the Committee

In Prague on 1 September 2025

Vice-Chair of the Committee