

Constitution of DTU Climbing

These are rough translation of the Danish constitutions and are not legally binding.

§ 1 Name and Registered Office

The club's name is DTU Climbing.

Its registered office is at the Technical University of Denmark.

§ 2 Objectives of the Club

The club's purpose is to foster interest in climbing, specifically bouldering, and to provide training facilities and necessary instruction primarily to employees and students at DTU. This objective is achieved through club evenings, internal competitions, and other activities for club members, with a predominant focus on climbing.

§ 3 Membership of Organizations

The club is a member of DTU Sport and is subject to DTU Sport's cooperation agreement for sports activities at DTU. However, the association is an independent legal entity with financial autonomy. DTU Sport is not liable for the clubs' obligations.

Stk.2. The club is a member of the Danish Climbing Federation (DKLAF). The board may decide at any time to withdraw from the Danish Climbing Federation if changes from the Danish Climbing Federation make it disadvantageous to remain a member.

Stk. 3. Members may at any time demand that a vote be held on membership in DKLAF at the next general meeting, subject to §7.

Stk.4. The club is a member of DGI through DTU Sport.

§ 4 Admission of Members

Membership is open to employees and students of DTU, including those on leave, Ph.D. students at DTU, as well as individuals who have resigned or graduated from DTU.

Stk. 2. The club may admit others as members and allow them to use DTU's sports facilities, provided that the aforementioned groups constitute a majority of at least 50% of the club's membership.

Stk. 3. Passive membership in the club is not possible.

Stk. 4. Membership enrollment must be done through the official website, with membership being active from the payment date until the club withdrawal date.

Stk. 5. Climbing is done at one's own risk.

Stk.6. Club members are also members of the DTU Sport association. The association must provide DTU Sport with a membership list annually, including names, ages, addresses, email addresses, and affiliations with DTU for each member.

§ 5 Membership Fee

The club's membership fee is determined annually at the ordinary general assembly. The fee is collected in advance for the chosen period.

Stk.2. DTU Sport has the right, starting from the following year, to require that the size of the association's membership fee be presented to and approved by DTU Sports' board.

§ 6 Resignation – Exclusion

Valid resignation requires written notice to the club with at least 14 days' notice, and the member in question must have paid their membership fee to the club until the date of withdrawal. The member is entitled to written confirmation.

Stk.2. If a member is in arrears for more than 3 months, the board may, with at least 8 days' notice in writing, exclude the member.

Stk.3. No one excluded due to arrears may be readmitted to the club until their debt has been paid.

Stk 4. In addition, the board may immediately exclude a member when special circumstances warrant it. However, a decision by the board requires at least 2/3 of the board members' votes. Before the board makes its decision, the member concerned must have the opportunity to present their defense and may demand that the question of exclusion be decided at the next ordinary general assembly. In all cases where an exclusion is to be considered at a general assembly, the member concerned is entitled to receive notice thereof at least 3 days before the general assembly is held, and the member has the right to attend with the right to defend themselves. The question of exclusion must be included as a separate item on the agenda.

Stk. 5. The general assembly's decision on exclusion requires the same majority as when changing the club's statutes, as per § 15.

Stk. 6. A member who has been excluded in accordance with a general assembly decision can only be readmitted as a member by a new general assembly decision. This requires the same majority as when deciding on exclusion.

§ 7 Ordinary General Assembly

The general assembly, with the limitations prescribed in these statutes, is the highest authority in all club matters.

Stk. 2. The ordinary general assembly, which must be held every year before the end of April, in accordance with DTU Sports' cooperation agreement, is convened with at least 3 weeks' notice by internal announcements via the club's main communication channels and by written notification to the members via email.

Stk. 3. The agenda must be announced no later than 8 days before the general assembly in a similar manner. Proposals to be presented to the general assembly for adoption must be submitted to the board no later than 14 days before the general assembly. The proposals must be included on the agenda.

Stk. 4. All active members over 18 years of age, who are not in arrears with their membership fees, have voting rights. Voting rights can only be exercised in person.

§ 8 Agenda

The agenda for the ordinary general assembly typically includes the following items:

1. Appointment of a chairman and a secretary.
2. Report from the board for the past year.
3. Presentation of the accounts for the past year for approval.
4. Budget for the upcoming year.
5. Determination of the membership fee, as per § 5.
6. Consideration of any proposals received.
7. Election of chairman.
8. Election of vice-chairman.
9. Election of treasurer.
10. Election of the other board members (1-6 members).
11. Any other business.

§ 9 Management of the General Assembly, etc.

The general assembly elects its chairman.

Stk. 2. The general assembly's decisions are made by a simple majority, except as provided in §§ 6, 15, and 16. Voting is by show of hands, and the minutes include the number of votes for and against.

Stk. 3. The general assembly's decisions are recorded in a protocol, which also includes a summary of the discussions to the extent determined by the chairman.

Stk. 4. Candidates for positions may only be nominated in person during the initial term, in cases where there is competition for positions.

§ 10 Extraordinary General Assembly

An extraordinary general assembly may be convened at any time by the board and must be convened when at least 1/10 of the members, or the president of DTU Sport, request it in writing from the board. In the latter case, the general assembly must be held no later than one month after the request is made to the board, specifying the topic to be addressed.

Stk. 2. The provisions regarding the method of convening and sending the agenda apply as per § 7.

§ 11 The Board

The board is the club's highest governing body and represents the club in all matters.

Stk. 2. The board consists of a chairman, a vice-chairman, a treasurer, and an additional 1-6 members, elected annually by the ordinary general assembly.

Stk. 3. Up to 2 alternates may be elected according to DTU Sports' cooperation agreement.

Stk. 4. The chairman, vice-chairman, and treasurer are elected by a special vote. All board members are elected by a simple majority. Re-election is possible.

Stk. 5. The club must actively work to ensure that a majority of the board consists of members with DTU affiliation (defined as current or former employees and students, institutions, or companies residing on or frequenting the campus, as well as relevant partners).

Stk. 6. The board must collaborate with DTU Sport according to the applicable cooperation agreement.

Stk. 7. At least one member of the board must be fluent in Danish, both written and spoken, to communicate with DTU Sport.

Stk. 8. The chairman and treasurer must be able to serve for a minimum of 2 years to be elected for the first term.

§ 12 Board Meetings and Constitution

The board shall convene and constitute itself at the earliest convenience following the general assembly, but no later than 14 days thereafter. Unless a member representing DTU Sport is elected to the general assembly according to the club's statutes, the board appoints one member. The representation must consist of 2 members, with the chairman being one of the born members of the representation.

Stk. 2. The board determines its own rules of procedure.

Stk. 3. The board is quorate when at least half of its members are present, except as per § 6(4). Decisions are made by a simple majority vote. In the event of a tie, the chairman's vote is decisive.

Stk. 4. In the absence of the chairman, the vice-chairman shall act in their stead if appointed.

Stk. 5. All members of the board and alternates may attend all board meetings. However, alternates do not have voting rights if the board is complete.

Stk. 6. Highly active members interested in participating in and taking responsibility for some of the club's main tasks may attend board meetings. However, they never have voting rights. They may be expelled from meetings if a majority of the board wishes it.

Stk. 7. Minutes shall be kept of the board's deliberations.

Stk. 8. DTU Sport must be notified of the club's board with names, addresses, telephone numbers, and email addresses within 2 weeks of the board being constituted.

§ 13 Signing Authority of the Board

The club is represented by the chairman.

Stk. 2. All expenses exceeding 25% of an item or 10% of the total budget must be approved at the next board meeting or by electronic vote, by a majority. In the case of electronic voting, this must be noted in the minutes of the next board meeting.

Stk. 3. Expenses exceeding the budget must be approved at a board meeting by 2/3 of the attending board members, as per §12.

Stk. 4. All payments to the club, including membership fees and any items sold, must be made via the DTU Climbing official website or another official electronic payment method. The club does not accept cash.

Stk. 5. Both the treasurer and chairman may act independently with full authority, subject to §12(2).

Stk. 6. Repairs, maintenance, and unforeseen necessary expenses are not subject to the budget. However, they must be explained, and there must be agreement in the board about purchases, with a 2/3 majority vote.

§ 14 Accounts and Budget

The association's financial year follows the season, i.e., from January 1st to December 31st.

Stk. 2. Following the general assembly's approval, the financial accounts and status for the previous year, as well as the budget for the coming year, must be submitted to DTU Sport by the end of April (along with the membership list and minutes from the general assembly). Starting from the following financial year, DTU Sport has the right to require that the budget and accounts be approved by DTU Sport.

Stk. 3. DTU Sport has ownership rights to equipment and gear provided by DTU Sport, unless otherwise specified in the specific case.

Stk. 4. All major purchases, requiring a minimum of 25% of the budget or over 100,000, must be approved at a general assembly by at least 2/3 of the voting members present, as per §7. However, see §12(6).

§ 15 Audit

DTU Sport has the right, at its own expense, to initiate an extraordinary audit of the clubs' financial management if deemed necessary.

§ 16 Amendments to the Articles of Association

Amendments to the articles of association can be made at any general assembly when at least 2/3 of the votes cast are in favor of the proposal.

Stk. 2. The articles of association and amendments must be approved by DTU Sport before they can take effect. However, minor amendments that clearly only affect the club locally and are not of a fundamental or general nature may be adopted without such approval, provided that the club immediately informs DTU Sport of the change by providing a copy of the amendment.

§ 17 Dissolution of the Club

Decisions regarding the dissolution of the club can only be made at an extraordinary general assembly convened for this purpose. To be quorate, at least half of the club's members must be present, and for the proposal to be adopted, at least 3/4 of the votes cast must be in favor. If such a majority is achieved at a general assembly that is not quorate, a new general assembly must be convened, where a decision can be made with the aforementioned majority, regardless of the number of members present.

Stk. 2. In the event of the club's dissolution, the club's assets and liabilities accrue to DTU Sport.

§ 18 Entry into Force

These statutes shall enter into force on 24/03/2023 and were adopted at a general assembly on March 23, 2023.