

Statutes of the Association of the Theatre at the Exhibition Centre

The Association is a self-governing, voluntary union of natural and legal persons, established to implement the common interest of its members, which is the purpose of the Association pursuant to these Statutes.

Article 1

Basic Provisions

1. The name of the Association is: Divadlo na výstavišti z.s. (Association of the Theatre at the Exhibition Centre, hereinafter referred to as the "Association").
2. The legal form of the Association is governed by Act No. 89/2012 Coll., the Civil Code, as amended.
3. The seat of the Association is Brno, Výstaviště 1, Postal Code CZ-603 00.
4. The Association is established for an indefinite period of time and operates all over the Czech Republic.

Article 2

Mission, Purpose and Activities of the Association

1. The mission of the Association is to provide comprehensive support for the renovation/reconstruction of the theatre building at the Brno Exhibition Centre and the subsequent operation of the theatre after the reconstruction of the building.
2. In accordance with the mission of the Association, its purpose is:
 - a) To support and generate all activities leading to the reconstruction of the theatre building at the Brno Exhibition Centre, including its surroundings;
 - b) To provide for the operation of the Theatre at the Exhibition Centre from an organization and artistic point of view conformingly to the intentions of the City of Brno and the company BVV Trade Fairs;
 - c) To cooperate on joint projects with other civic associations, individuals, institutions and organizations with similar activities in the field of theatre and culture from the Czech Republic and abroad;
 - d) To cooperate with other entities that support the activities and mission of the Association.
3. The main activity of the Association is a complex of interrelated activities fulfilling the purpose of the Association and including in particular:
 - a) The organization of seminars, conferences, workshops, guest lectures with a focus on the reconstruction of the theatre building at the Exhibition Centre;
 - b) The management of the theatre after its reconstruction;
 - c) Cooperation with the media, provision of information through social communication networks;

- d) The organization of cultural, social and educational events;
- e) Participation in the activities of the boards of directors of donor organizations;
- f) The publication of materials and printed matter related to the activities of the Association;
- g) The organisation of charitable events aimed at material assistance to the Theatre at the Exhibition Centre;
- h) The development of an economic basis for the implementation of the Association's goals, in particular through its own business activity;
- i) Contributing to other forms of activities aimed at the development of public life, culture, etc., in particular through organizational, consulting and educational activities.

Article 3

Membership in the Association

1. Any natural person who agrees with the purpose of the Association and is determined to participate in its implementation to the best of their ability may be a member of the Association. Under the same conditions, any legal entity represented by an authorized person may also become a member of the Association.
2. Membership is voluntary. No one is denied the right to apply for membership. No one may be compelled to join against their will.
3. Membership in the Association begins on the date when a candidate's application for admission is approved by the Board.
4. Membership in the Association terminates by:
 - a) The delivery of a written notice of a member that he/she is leaving the Association;
 - b) The death of a member or termination of an institutional member of the Association;
 - c) The dissolution of the Association;
 - d) The expulsion of a member by decision of the Board.

Prior to the termination of membership in the Association, the Association and the member concerned by this termination are obliged to settle any mutual obligations.

5. Membership does not pass to the legal successors of a member.
6. The Association may decide to expel a member if this member:
 - a) Repeatedly or seriously violates his/her obligations under the Statutes or internal decisions of the Association;
 - b) Has committed an intentional criminal offense (also outside the Association), if he/she has been convicted of that offense; or
 - c) If he/she publicly expresses or promotes views which deny or diminish the dignity of people, in particular because of their belonging to a religious or national minority.

Article 4

Rights and Obligations of the Members of the Association

1. A member of the Association has the following rights, in particular:
 - a) To participate in the Members' Meetings of the Association;

- b) To vote at the Members' Meetings of the Association;
- c) To be elected to the bodies of the Association and elect the bodies of the Association;
- d) To submit proposals, suggestions and comments to the bodies of the Association;
- e) To participate in the practical activities of the Association.

2. A member of the Association has the following obligations, in particular:

- a) To act in accordance with the statutes of the Association, to comply with resolutions of the bodies of the Association;
- b) To actively participate in the implementation of the purpose of the Association and in its activities;
- c) To actively defend the interests of the Association, to observe all internal agreements and to refrain from any steps that would be contrary to the interests of the Association;
- d) To care that the interests and reputation of the Association are not harmed.

Article 5

Bodies of the Association

1. The Association is managed by the following bodies:

- a) The Members' Meeting;
- b) The Board;
- c) The Chair.

Article 6

The Members' Meeting

1. The Members' Meeting is a body of the Association that consists of all the members of the Association.

2. The Members' Meeting shall be convened by the Chair at least once a year. A quorum for a Members' Meeting is the presence of an absolute majority of all members of the Association. Decisions pursuant to Paragraph 3 are taken by a two-thirds majority of the present members of the Association.

3. The Members' Meeting:

- a) Approves the plan of future activities of the Association;
- b) Elects the members of the Board from among the members of the Association;
- c) Approves the activities report of the Association, submitted by the Chair;
- d) Approves the budget of the Association for the next period, submitted by the Chair.

Article 7

The Board

1. The Board is the supreme body of the Association and its term of office is of three years.

2. The Board has 3 members, elected by the Members' Meeting by secret ballot from among the members of the Association. An alternate member of the Board is elected at the same time; he/she automatically takes office in the event of a vacancy on the Board. The first members of the Board are the founders of the Association.

3. Meetings of the Board are convened by the Chair of the Association at least once a trimester. The quorum of the Board is a simple majority of the Board members. Decisions under Paragraph 4 are taken by a majority of Board members present. In the event of inactivity of the Chair, a meeting may be convened by the Vice-Chair or any member of the Board.

4. The Board:

- a) Is entitled to discuss and decide on any matter related to the Association;
- b) Manages the activities of the Association in between Members' Meetings;
- c) Decides on the admission and expulsion of members of the Association;
- d) Approves amendments to the Statutes of the Association;
- e) Decides on the dissolution of the Association;
- f) Elects the Chair of the Association, or dismisses him/her;
- g) Determines the amount of membership fees.

Article 8

The Chair

1. The Chair is a statutory body of the Association and his/her term of office is of three years.

2. The Chair is elected by the Board by secret ballot from among the members of the Board, or from among other members of the Association.

3. The Chair shall, in particular:

- a) Represent the Association in public and act on behalf of the Association with third parties;
- b) Decide on all matters relating to the Association, unless it is a matter on which the power to decide has been reserved for the Members' Meeting or the Board;
- c) Convene Members' Meetings and Board meetings;
- d) Prepare the documents for Members' Meetings and Board meetings;
- e) Perform the tasks assigned to him/her at Members' Meetings and Board meetings;
- f) Manage the property and financial resources of the Association;
- g) Draw up and submit the budget.

4. The Chair is accountable to the Board.

5. If the Chair is unable to perform his/her function, he/she shall be represented by a Vice-chair, elected under the same arrangements as the Chair.

Article 9

Acting on behalf of the Association

1. The Chair acts independently on behalf of the Association in all matters. Signing on behalf of the Association is done by the Chair attaching his/her signature to the written or printed name of the Association.

Article 10

Financial Management of the Association

1. The Chair is responsible for financial management of the Association. The Association operates according to a budget drawn up by the Chair and approved by the Members' Meeting.

2. The expenses of the Association are focused on the implementation of the purpose of the Association stated in these Statutes.

3. The Association's resources consist in particular of the following:

- Membership fees of members of the Association;
- Contributions, monetary and in-kind donations and subsidies;
- Income generated by the Association's own activities.

If a profit is generated by the activities of the Association, it shall be used primarily to support the principal activities, to cover the costs of the Association's activities, or to cover its administration. Since the implementation of the principal activities of the Association involves costs, the Association is entitled to perform business or other profitable ancillary activities, both to support the principal activity and for economic use of the Association's property.

Article 11

Final Provisions

1. In the event of the dissolution of the Association, its property shall be divided equally among the members of the Association, after a duly performed property liquidation. Should it be decided to dissolve the Association, as referred to in Article 6 of these Statutes, the Chair shall immediately appoint a liquidator.

2. In matters not covered by these Statutes, generally binding legal regulations shall apply.

3. These Statutes were adopted at the founding Members' Meeting of the Association of the Theatre at the Exhibition Centre held on 21 March, 2019 and have entered into force on that date.

Brno, 21 March, 2019

Mr. Petr Holeček

Chair of the Association