

Confirmed by the founding agreement of the NPO Robotics Club 24.04.2006.

Amended by the decision of the general assembly of the NPO Robotics Club on February 20, 2024.

Amended by the decision of the general assembly of the NPO Robotics Club on October 14, 2024.

NPO ROBOTICS CLUB

Registry code 80234864

STATUTE

1. General information

- 1.1. The organization is known as MTÜ Robotiklubi, with its English international designation being NPO Robotics Club, referred to henceforth as Robotics Club.
- 1.2. The club is situated at Ehitajate tee 5, Mustamäe district, Tallinn, Harju county 19086.
- 1.3. The Robotics Club was founded on May 5th, 2006 in Tallinn.
- 1.4. The financial year of the Robotics Club begins on the 1st of January and ends on the 31th of December.

2. Organization purposes:

- 2.1. The goals of the organization are:
 - 2.1.1. Uniting students with an interest in robotics.
 - 2.1.2. Offering structured learning for those enrolled in robotics courses.
 - 2.1.3. Advancing and advocating for the field of robotics.
 - 2.1.4. Establishing a lasting educational setting for ongoing technical learning.
 - 2.1.5. Encouraging both global and local connections to enhance collaboration in robotics.
 - 2.1.6. Engaging the private sector in educational and developmental initiatives.
 - 2.1.7. Hosting events and contests related to robotics.
 - 2.1.8. Encouraging participation in robotics competitions.

- 2.1.9. Providing education for non-collegiate robotics aficionados, such as those in the process of gaining a secondary or vocational education and other interested individuals outside the formal education framework.

3. Activities

- 3.1. The primary aim of the Robotics Club is to foster interest and participation in robotics among enthusiasts.
- 3.2. Member projects:
 - 3.2.1. Member projects are divided as follows:
 - 3.2.1.1. Projects for Competitions.
 - 3.2.1.2. Robotics Projects.
 - 3.2.1.3. Personal Projects.
 - 3.2.2. Projects for Competitions.
 - 3.2.2.1. These include all projects designed with the objective of participating in robotics competitions.
 - 3.2.2.2. It is mandatory for these projects to actively strive to compete, for instance, in events like Robotex International.
 - 3.2.2.3. Financial backing for competition projects may come from Robotics Club or possible sponsors.
 - 3.2.3. Robotics Projects.
 - 3.2.3.1. This category encompasses all projects overseen by the board that are related to robotics but are not aimed at competition.
 - 3.2.3.2. There may be financial support for such projects.
 - 3.2.4. Personal projects:
 - 3.2.4.1. These are projects that do not align with the aforementioned categories.
 - 3.2.4.2. Typically, individual projects do not receive financial support.
 - 3.2.4.3. Members can negotiate potential funding with the Board.
 - 3.2.5. The number of member projects is not limited.
- 3.3. Social events:
 - 3.3.1. The Robotics Club organizes various social events for members.

3.3.2. Goals of social events:

- 3.3.2.1. Boost member morale.
- 3.3.2.2. Provide an opportunity to get to know other members.
- 3.3.2.3. Increase the members' willingness to participate in various projects.

3.3.3. Social events and their activities and content are organized by the board.

3.4. Robotics Club's Course

3.4.1. The course offered by the Robotics Club is organized by the club according to specific subjects or course topics.

3.4.2. The aims of the course are:

- 3.4.2.1. Imparting fundamental knowledge and skills in robotics to the participants.
- 3.4.2.2. Educating them on the safe usage of diverse tools and equipment.
- 3.4.2.3. Enabling the participants to construct a robot suitable for competitions.
- 3.4.2.4. Equipping participants with the necessary resources and guidance to complete their projects.
- 3.4.2.5. Culminating the course with the opportunity for learners to compete in an appropriate competition category.

3.4.3. Course structure:

- 3.4.3.1. The course employs a grading system that ranges from zero to five, utilizing a 6-point scale.
- 3.4.3.2. The course coordinator is typically a board member, chosen based on a set priority.
- 3.4.3.3. This coordinator is tasked with designing the course curriculum and leading its execution.
- 3.4.3.4. The cap on course enrollment is set by the coordinator.
- 3.4.3.5. Those in the process of or have completed getting their secondary or vocational education are eligible to enroll.
 - 3.4.3.5.1. The board may make exceptions under special circumstances.

- 3.4.3.6. The curriculum covers foundational concepts in electronics, mechanics, and programming.
 - 3.4.3.7. Instruction is bifurcated into theoretical lectures and hands-on estopractical sessions.
 - 3.4.3.8. The course is offered in both Estonian and English languages.
 - 3.4.3.9. The commencement date and the timetable for the course sessions are determined by the coordinator.
- 3.5. Opportunities to learn:
 - 3.5.1. The Robotics Club offers members the opportunity to participate in various extra courses and trainings.
 - 3.5.2. Trainings can be in various robotics-related activities.
- 4. Management and control bodies
 - 4.1. The governing bodies of the Robotics Club are:
 - 4.1.1. General assembly of members.
 - 4.1.2. Board of directors.
- 5. General assembly
 - 5.1. The general assembly stands as the supreme governing body of the Robotics Club.
 - 5.2. It can be convened by either the board.
 - 5.3. A general assembly can also be called upon by the members, provided that at least ☐ of the membership submits a written request with a stated reason for the assembly.
 - 5.4. A general assembly is considered capable of making decisions if attended by more than ½ of the total membership.
 - 5.4.1. Should the initial general assembly fail to meet this quorum, the board is required to organize a subsequent assembly with the identical agenda within 14 days but not sooner than the term set in Non-profit Associations Act § 20 subsection (5). This follow-up assembly is deemed to have a quorum regardless of the number of attending members.

- 5.4.2. For instance, in a club with 100 members, a minimum attendance of 51 members is necessary for the general assembly to possess the authority to make decisions.

5.5. Decision making:

- 5.5.1. Decisions within the general assembly are made through a voting process.

- 5.5.2. The right to vote is exclusive to the members of the general assembly.

- 5.5.3. Each member is entitled to one vote.

- 5.5.4. Proxies:

- 5.5.4.1. A proxy is a formal authorization where a member delegates their voting right to another member.

- 5.5.4.2. The total present member count includes those represented by proxy.

- 5.5.4.3. A member can have only one proxy vote given to them, in order to avoid a singular member having too much voting power.

- 5.5.5. Decisions on the following matters require the approval of over $\frac{2}{3}$ of the attending members:

- 5.5.5.1. Amendments to the Statute.

- 5.5.5.2. Dissolution, merger, or split of the association.

- 5.5.5.3. For instance, in an assembly with 100 attending members, a decision is considered approved if at least 67 members vote in favor.

- 5.5.6. All other decisions are considered approved if more than $\frac{1}{2}$ of the attending members vote in favor.

- 5.5.6.1. For example, with 100 attending members, a decision is passed if at least 51 members vote in favor.

5.6. Protocol:

- 5.6.1. All discussions and resolutions from the general assembly are documented.

- 5.6.2. The assembly's protocol is signed by both the assembly's chairperson and the individual responsible for recording the proceedings.

- 5.6.3. An essential component of the minutes is the attendee register, complete with the signatures of all participants.
 - 5.6.4. The finalized and signed minutes are then submitted to the commercial registry for official record.
- 5.7. All documents slated for review or discussion during the general assembly must be made accessible to members no less than 7 days prior to the assembly.
- 5.8. Notice of the upcoming general assembly must be issued at least 14 days in advance of the scheduled date.
- 5.9. Rights of the general assembly:
 - 5.9.1. The general assembly holds the authority to modify, augment, or institute new statutes.
 - 5.9.2. It can deliberate on and alter the organization's primary objectives.
 - 5.9.3. The appointment of board members.
- 6. Board of directors
 - 6.1. The board is elected periodically at least once a year usually at the conclusion of the spring semester.
 - 6.1.1. It is possible to choose a different date by vote during a previous general assembly.
 - 6.2. Election of the board:
 - 6.2.1. The voting process is anonymous.
 - 6.2.2. Board elections take place during the general assembly and require validation from the election committee.
 - 6.2.3. A nominee must secure over half the votes from general assembly participants to be elected to the board.
 - 6.2.3.1. Members may nominate themselves for board positions at any general assembly, provided they have declared their candidacy and submitted a motivation letter at least 7 days in advance.
 - 6.2.4. Election committee:
 - 6.2.4.1. The election committee is responsible for tallying votes and verifying the accuracy of the ballot papers.

- 6.2.4.2. This committee is comprised of three volunteering members or alumni who are not candidates for the board election.
- 6.2.4.3. General assembly attendees have the⁴ right to question the integrity of the election committee members if doubts about their impartiality arise.
 - 6.2.4.3.1. If no concerns regarding the committee's reliability are raised after its formation, the committee proceeds with its duties.
 - 6.2.4.4. Election committee members are appointed for the duration of one general assembly, specifically before the commencement of voting.
- 6.2.5. Once the general assembly minutes, which include election results, are ratified, the election outcomes are deemed final and indisputable.
- 6.3. The board should be composed of between three to ten members.
- 6.4. Should the board's membership fall below three, it is mandatory to convene an extraordinary general assembly specifically for the purpose of electing new board members.
- 6.5. Rights of the board:
 - 6.5.1. The board has the authority to call and conduct general assemblies.
 - 6.5.2. The board represents the club in any legal matters or proceedings.
 - 6.5.3. It has the power to grant or revoke access to the Robotics Club premises for club members and/or alumni.
- 6.6. Responsibilities of the board:
 - 6.6.1. Represent the Robotics Club in all official capacities.
 - 6.6.2. Oversee the club's day-to-day operations.
 - 6.6.3. The administration and management of club members.
 - 6.6.4. Develop and propose the club's budget and strategic plan for the general assembly's approval.
 - 6.6.5. Execute the club's strategic plan in alignment with its objectives.
 - 6.6.6. Organize and facilitate the club's general assemblies.
 - 6.6.7. Manage the membership roster by admitting new members and, when necessary, excluding members in compliance with the club's statute.

- 6.6.8. Notify members of their exclusion from the club, ensuring they are aware of their right to contest this decision at a general assembly.
- 6.6.9. Compile and present reports on the board's activities to the general assembly for review.
- 6.6.10. Fulfill additional obligations as mandated by applicable laws.
- 6.6.11. Participate in the transition process to onboard new board members effectively.
- 6.7. The general assembly possesses the authority to remove a board member by majority vote under the following circumstances:
 - 6.7.1. The member's actions tarnish the reputation of Robotics Club or TalTech.
 - 6.7.2. The member's conduct violates the laws of the Republic of Estonia, the statutes of the TalTech student body, the statute of the Robotics Club, or general ethical standards.
 - 6.7.3. The member fails to attend at least two board assemblies without a valid reason.
- 6.8. Dismissal of a member of the board
 - 6.8.1. Board members are officially relieved of their duties upon the ratification of a new board.
 - 6.8.2. A board member may be dismissed in the following ways:
 - 6.8.2.1. Voluntarily, by submitting a resignation with one month's notice, or immediately under special circumstances.
 - 6.8.2.2. Involuntarily, through an immediate decision by the general assembly.
 - 6.8.3. In the event of an extraordinary dismissal (or under circumstances not covered in clause 6.1), a new general assembly is called to elect a replacement for the vacated board position.

7. Members

- 7.1. To join the Robotics Club, individuals must submit a completed and signed membership application to the board. The board then publicly acknowledges the

new member's status during the first general assembly following the application submission.

7.1.1. Learners who have successfully completed the Robotics Club course and received a positive grade are eligible for membership.

7.1.2. In special cases, individuals demonstrating a fundamental understanding of robotics to a board member may also be considered for membership.

7.2. Members' rights:

7.2.1. Members are entitled to participate in Robotics Club projects, training sessions, and courses.

7.2.2. They may attend events hosted by the Robotics Club.

7.2.3. Members have independent access to the Robotics Club's facilities.

7.2.4. With the board's consent, members can initiate and oversee projects, training sessions, and events in the name of the Robotics Club, utilizing its resources.

7.2.5. Members have the right to attend and participate in the general assemblies of the Robotics Club.

7.2.6. At these assemblies, members can vote for board candidates directly or delegate their vote to another member.

7.2.7. Members interested in serving on the board must submit a motivation letter in advance, as per the specified procedure (according to clause 6.2.3.1)

7.2.8. They are entitled to receive updates on the club's activities and operations.

7.2.9. Members have the right to resign from the organization if they choose to do so.

7.2.10. Decisions by the board to terminate a member's status can be appealed at the general assembly, or another member can be authorized to challenge the decision on their behalf.

7.3. Responsibilities of members:

7.3.1. Adhere to the Robotics Club's statute, comply with decisions made by its governing bodies, and fulfill any legal responsibilities.

- 7.3.2. In the event of inability to attend a general assembly, inform the board ahead of time, preferably with a proxy to delegate voting rights.
- 7.3.3. Avoid any conduct that could potentially harm the reputation of the organization.
- 7.3.4. Use the Robotics Club's assets responsibly and follow established operational guidelines.
- 7.3.5. Participate actively in at least one Robotics Club project or contribute to the running of the Robotics Club course.
 - 7.3.5.1. Being a member of the board can be a substitute for being in a project.
- 7.4. Membership may be revoked by the board due to non-fulfillment of member obligations or upon a member's written request to resign.
 - 7.4.1. The board may revoke a member's membership status when at least ½ of the board votes in favor of it.

8. Alumni

- 8.1. A member who resigns from the Robotics Club and is acknowledged by the board as fulfilling specific criteria is granted alumni status.
- 8.2. Prerequisites:
 - 8.2.1. Demonstrated commendable membership during their tenure in the Robotics Club.
 - 8.2.2. Made significant contributions to the club's activities.
 - 8.2.3. Departed from the club under amicable conditions.
- 8.3. Rights:
 - 8.3.1. Eligible to engage in Robotics Club projects, participate in training sessions, motivational events, and attend general assemblies.
 - 8.3.2. Authorized to conduct internal training sessions for the Robotics Club.
- 8.4. Responsibilities:
 - 8.4.1. Expected to uphold and represent the Robotics Club's reputation with dignity.
- 8.5. The board has the right to exclude an alumni from their status if:
 - 8.5.1. The alumni's actions tarnish the reputation of Robotics Club or TalTech.

- 8.5.2. The alumni's conduct violates the laws of the Republic of Estonia, the statutes of the TalTech student body, the statute of the Robotics Club, or general ethical standards.

9. Property

- 9.1. The property of the Robotics Club includes items purchased by or given to the club:
 - 9.1.1. Tools.
 - 9.1.2. Consumables (such as batteries, wires, and solder used in the construction and operation of robots).
 - 9.1.3. Building materials.
 - 9.1.4. Premises occupied by the club for its operations and activities.
 - 9.1.5. Furniture and equipment located within the club's premises for use in projects and daily activities.
 - 9.1.6. All branding elements, logos, and documents associated with the Robotics Club.
- 9.2. Projects financed by the Robotics Club are the property of the Robotics Club.
 - 9.2.1. Participants in a project may request to take ownership of project outputs with the board's consent.
 - 9.2.2. Individuals not involved in the project in question, including members of the board, must obtain permission before using or taking that project's assets.
- 9.3. It is forbidden to use the property maliciously.
 - 9.3.1. The club strictly prohibits the malicious use of its property, which includes:
 - 9.3.1.1. Actions that could harm others or oneself physically or emotionally.
 - 9.3.1.2. Cause damage to someone else's property.
 - 9.3.1.3. Unauthorized borrowing.
 - 9.3.1.4. Theft.
- 9.4. In cases of misuse, the board has the authority to impose sanctions on the offending party.

- 9.4.1. If an individual feels that a penalty has been unjustly applied, they have the option to challenge the decision by requesting a reassessment from the general assembly.

10. Member Registry Management:

- 10.1. The board is responsible for keeping a comprehensive registry for the Robotics Club, which includes the following information for each member:
 - 10.1.1. Full name and date of birth of the individual member.
 - 10.1.2. Contact details, including email address and phone number.
 - 10.1.3. Membership status, indicating current standing within the club.
 - 10.1.4. Records of any warnings issued to members for rectifying breaches of club rules or policies.
 - 10.1.5. Dates on which membership was granted by the board.
 - 10.1.6. Records of resignation submissions by members, along with the dates on which the board approved these resignations.
 - 10.1.7. Dates of requests made by members to terminate their membership, as well as the dates when such requests were approved by the board.
 - 10.1.8. The date and rationale behind the board's decision to expel a member, ensuring a clear and documented basis for such actions.
- 10.2. After a member renounces their membership, they can request for their information to be erased from the Member Registry.

11. Dissolution, merger and division of the Robotics Club

- 11.1. The decision to dissolve, merge, or split the Robotics Club must be made by the general assembly, as outlined in the specified clause (according to clause 5.5.5.).
- 11.2. Should the club cease operations, any remaining assets are to be allocated to another non-profit entity that shares a similar mission, as determined by the resolution passed at the general assembly where the dissolution was approved.
- 11.3. The individual or individuals responsible for overseeing the dissolution process, known as liquidators, will be appointed by the general assembly.
 - 11.3.1. The board will be disbanded for the appointment of the liquidators.

11.3.2. Former members of the board are allowed to be a liquidator.