

# ARTICLES OF ASSOCIATION

## COUNTER-STRIKE PROFESSIONAL PLAYERS' ASSOCIATION

### NAME, REGISTERED OFFICE, APPLICABLE LAW

#### Article 1

- 1 The Association bears the name: *Counter-Strike Professional Players' Association*. In short: *CSPPA*.
- 2 The association is located in the municipality of Copenhagen in Denmark and has the address: Counter-Strike Professional Players' Association, Svend Aukens Plads 11, DK-2300 København S.
- 3 The association is subject to Danish law.

### PURPOSE OF THE ASSOCIATION

#### Article 2

- 1 It is the goal of the association to be the worldwide representative organization for all professional Counter-Strike players.
- 2 The association aims to safeguard, protect and promote professional Counter-Strike players' interests both during and after their active career. The association is a democratic, player-driven organization. Equality and solidarity are key concepts.
- 3 In order to promote its purpose, the association can be represented in international organizations for athletes.
- 4 The association shall, through its activities, exercise influence and seek representation in all relevant bodies dealing with professional esports and Counter-Strike on an elite level.
- 5 The association shall actively participate in the debate in the media about the terms and conditions of esports players in general and professional Counter-Strike players in particular, thereby becoming a determining factor in the understanding and development of professional esports.
- 6 The association shall seek to obtain the status of accepted interested party with a right to be consulted in all sports policy issues regarding esports in relation to relevant bodies and institutions.
- 7 The association will work for the conclusion of collective agreements that govern the terms of employment and the working conditions of elite professional Counter-Strike players worldwide.
- 8 Counter-Strike Professional Players' Association does not aim at making profits.

### ADMINISTRATION OF THE ASSOCIATION

Article 3

- 1 The association is managed by the engaged staff according to article 5, section 9 of these articles of association.

MEMBERS AND MEMBERSHIP

Article 4

- 1 Counter-Strike Professional Players' Association is an association of professional Counter-Strike players.
- 2 The association accepts members that play Counter-Strike professionally at an elite level, as well as former players.
- 3 Only active players will be able to vote as set out below in these Articles of Association. Active players are defined as:
  - a. Any person who is employed as a professional Counter-Strike player and who competes at an elite level shall be eligible to be an active member of the Counter-Strike Professional Players' Association.
  - b. Any player who is actively seeking employment as a professional Counter-Strike player at an elite level shall also be eligible to become an active member of the Counter-Strike Professional Players' Association.
- 4 On the Board's proposal, the association may also appoint honorary members.
- 5 Membership is concluded by the individual player by written registration or by payment of the relevant membership fee.
- 6 The Board decides if a player wishing to become a member fulfils the requirements for becoming a member, including whether or not a player is a professional Counter-Strike player at an elite level.
- 7 The membership period is from 1 January to 31 December. Before each membership period begins, the amount of the membership fee for the period of the coming membership period is determined by the Board.
- 8 The Board is authorized to charge extra membership fees if the association becomes part of a labor dispute.
- 9 The Board is authorized to charge extra membership fees for players for who have asked the association to help handle specific cases.
- 10 The Board is also authorized to enter into agreements regarding payments of extra membership fees for players for who have asked the association to help handle specific cases.
- 11 A member obtains membership rights after two months of membership.

- 12 A member who has not paid the membership fees for 2 months or more, loses his or her membership rights until the membership fee is fully paid or another settlement has been reached.
- 13 The Board may grant full or partial exemptions for single members regarding payment of membership fees.
- 14 Termination of membership status by a player must be made in writing with at least 3 months notice or in connection with a players' permanent retirement as a professional Counter-Strike player.
- 15 Termination of membership status by a player cannot happen during labor disputes. If the association or a conflict fund has had to raise loans or provide full or partial collateral for members' loans during a labor dispute, termination of membership status may only take place once such loans have been repaid or the member extraordinarily pays out its proportionate share.

## BOARD

### Article 5

- 1 The association is managed by a Board of 7 members who must be current professional Counter-Strike players at the time of their election to the Board. The members of the Board are elected by the General Assembly for 2 years, so that 4 Board members are elected on the General Assembly in even years, and 3 Board members are elected in uneven years. The founding board members manage the association until the first General Assembly can be held and a board is elected by this General Assembly.
- 2 The General Assembly also elects 2 alternate Board members each year.
- 3 The Board elects its chairman and vice-chairman.
- 4 Board meetings are convened by the chairman with at least 7 days' notice. Board meetings shall be held when the chairman or a Board member so requests.
- 5 The Board shall reach a quorum when at least four of the members cast votes. The decisions of the Board are taken by simple majority. In the event of a tie, the Chairman has the deciding vote. If the chairman fails to vote, the vice-chairman's vote is decisive.
- 6 If a Board member is unable to attend a Board meeting, for whatever reason, he may have himself be represented by another Board member authorized in writing. A Board member may not represent more than one other Board member by proxy at a Board meeting.
- 7 The Board shall keep a resolution protocol presented at the meetings and signed by the present members of the Board.
- 8 The Board appoints a secretary to write the resolution protocol. Board meetings can be held as telephone meetings or as video conferences. Summaries of these meetings are made and added to the resolution protocol, which will be presented to and signed by the present Board members during the next Board meeting.

- 9 The Board may hire paid assistance.
- 10 The Board will negotiate on behalf of the association regarding collective agreements and the board can decide to enter into such collective agreements. The board can chose to present the negotiated result of a collective agreement to the members in order to have a vote. This vote may be conducted either at the General Assembly or in the form of a vote among the members in accordance with rules set by the Board.

### POWERS OF THE BOARD

#### Article 6

- 1 The association is represented by either the entire Board or by the Chairman and the Vice-chairman acting jointly.
- 2 The Board may grant a CEO a power of attorney to act on behalf of the association in all matters regarding the daily operations of the association and in specific matters.

### GENERAL ASSEMBLY

#### Article 7

- 1 The General Assembly is the highest authority in all Counter-Strike Professional Players' Association affairs.
- 2 The General Assembly is held once every year. The General Assembly can after decision by the board be held as; (i) meetings where members are required to attend in person; (ii) as an electronic meeting (video and/or phone conference); (iii) as a written meeting done via email or other suitable electronic transmission; or (iv) a combination of the three earlier mentioned options.
- 3 Both ordinary and extraordinary General Assembly meetings shall be convened with at least 14 days' notice by letter or e-mail or other electronic ways of communication to the members.
- 4 Proposals from members must be submitted at the latest 7 days before the General Assembly in order to be added to the agenda.
- 5 Extraordinary General Assembly meetings is convened when the Board so wishes or when at least one third of the voting members submits written requests to the Board accompanied by a statement of the proposals that are to be dealt with, in which case the Board shall convene an Extraordinary General Assembly meeting before 14 days after the Board has received the request.
- 6 A call for a General Assembly must always be accompanied by an agenda. The agenda shall contain a specified statement of the items that must be considered during the General Assembly and only the proposals stated on the agenda may be resolved at the General Assembly. Late proposals can only be presented under the point "Any other business" and decisions cannot be made regarding such proposals.

AGENDA ON THE GENERAL ASSEMBLY

Article 8

- 1 The agenda of the general assembly shall contain at least the following items:
  - a. Election of the conductor
  - b. The chairman's annual report
  - c. Presentation of the annual audited accounts for approval
  - d. Approval of next year's budget
  - e. Processing of proposals
  - f. Election of Board members
  - g. Election of 2 alternate Board members
  - h. Choice of audit
  - i. Determination of the membership fees for the following membership period. (Power of decision can be derogated to the board)
  - j. Any other business

ELIGIBILITY

Article 9

- 1 Members wishing to become eligible for election to the Board must notify the Board hereof no later than 8 days before the General Assembly. A member may be elected despite his or her absence at the General Assembly, provided that the member has stated in writing that he or she is prepared to accept an election to become a Board member.
- 2 Voting cannot be exercised per letter or transferred to another member by proxy.

COMPETENCE

Article 10

- 1 The General Assembly is competent to make decisions in all matters when at least half of the members are present. Decisions at the General Assembly are taken by simple majority of votes.
- 2 If the required number of voting members are not present, but the proposal is adopted with 3/4 of the votes cast, and the proposal is backed by the Board, the decision will be adopted.
- 3 At the General Assembly, a conductor is chosen to lead the negotiations. The conductor decides all questions regarding voting and procedure of the General Assembly.
- 4 A protocol, signed by the conductor, shall be kept during the General Assembly.

AMENDMENT OF THE ARTICLES, DISSOLUTION

Article 11

- 1 Changes of the articles of association of the Counter-Strike Professional Players' Association can only be made at a General Assembly.
- 2 In order to change the articles of association of the Counter-Strike Professional Players' Association, at least 2/3 of all members must be present, and at least 3/4 of the votes cast must be for the amendment proposal.
- 3 If the required number of voting members are not present, but the proposal is adopted with 3/4 of the votes cast, the Board is required to convene an extraordinary General Assembly immediately, where the proposal may be adopted by 3/4 of the votes cast, no matter how many voting members are present.
- 4 Dissolution of the association can only be done when at least 3/4 of the voters are present and at least 5/6 of the votes cast are for a dissolution of the association.
- 5 Following a decision to dissolve the association all remaining association funds must be awarded to the players who were members at the date of the decision of dissolution.
- 6 Changes to articles 1 regarding address of the association or 3 regarding administration of the association can only be done when at least 3/4 of all members are be present, and all of the votes cast are for the amendment proposal.

ACCOUNTS AND AUDIT

Article 12

- 1 The financial year of the association starts on the first of January and ends on the thirty-first of December. At each ordinary General Assembly, a financial statement (accounts) signed by the Board and the Audit is presented along with a status.
- 2 At any ordinary General Assembly, 2 auditors are elected.
- 3 The audit shall have the accounts submitted by the Board no later than 4 weeks before the General Assembly and the audit shall then review the accounts and endorse it before submitting it to the General Assembly.
- 4 The General Assembly may decide that a paid auditor is chosen instead of or in conjunction with the elected auditors.

SAVINGS CLAUSE

Article 13

- 1 If any provision of these Articles of Association shall be declared invalid or inoperative, by any competent authority of the executive, judicial or administrative branch of state or federal government, the Board shall have the authority to suspend the operation of such provision during the period of its invalidity and to substitute in its place and stead a provision which will meet the objections to its validity and which will be in accord with the intent and purpose of the invalid provision.
- 2 If any Article or Section of these Articles of Association should be held invalid by operation of law or by any tribunal of competent jurisdiction, the remainder of these Articles of Association or the application of such Article or Section to persons or circumstances other than those as to which it has been held invalid, shall not be affected thereby.

GENERAL PROVISIONS

Article 14

- 1 All situations or problems not covered in or not regulated by these Articles of Association or other regulations or provisions shall be investigated and solved by the Board, either by convocation of an extraordinary General Assembly, or by putting the issue on the agenda of the next ordinary General Assembly. Disputes about interpretation of these Articles of Association or other regulations or provisions shall be decided by the Board.
- 2 Members are required to comply with the Articles of Association of the Counter-Strike Professional Players' Association.
- 3 In addition, members must comply with any collective agreements entered into by the association that are currently in force.
- 4 Members in violation of the above, as well members who have not paid the membership fees as set out in a default notice, can be excluded of the association with immediate effect by the Board.
- 5 Any excluded member has the right to appeal the validity of the exclusion at the next General Assembly.

The founding board established the Counter-Strike Professional Players' Association on 17 April 2018. These Articles of Association has been adopted by the Counter-Strike Professional Players' Association General Assembly on 26 April 2021 to 29 April 2021.