

Delft Aerospace Rocket Engineering Charter

Changelog

V1.0 (16-04-2010)

New version made

V2.0 (02-09-2021)

All: Fixed spelling and grammar issues

All: Wrote out number in full with number in parentheses behind

Article 1.3: Changed *“her”* to *“its”*

Article 2.1: Changed *“has been entered into”* to *“was founded on”*

Article 2.2: Changed *“first of July until June 30th”* to *“first of October until September thirtieth”*

Article 3.1: Changed order of aims

Article 3.1.f: Replaced *“Vliegtuigbouwkundige Studievereniging Leonardo da Vinci”* by *“TU Delft, amongst others”*

Article 4.2: Changed wording of article

Article 6.3: Added termination date for extraordinary membership

Article 7.3: Changed *“first”* to *“next upcoming”*

Article 11.1: Added *“In the execution of their duties the board focuses on the interests of the society and its affiliates organizations.”*

Article 11.3: Removed *“or 3”*

Article 11.8: Changed *“discharged”* to *“removed”*

Article 12.1: Added *“In the absence or inability of one or more members of the board...”* and *“An incomplete board remains fully authorised.”*

Article 12.3: Added this article

Article 12.4: Added this article

Article 13.7: Changed *“discharged”* to *“removed”*

Article 13.10: Added this article

Article 13.10: Added this article

Article 13.12: Added this article

Article 14.2: Changed *“at most six other members”* to *“at most ten other members”*

Article 14.3: Added *“the safety board”*

Article 14.6: Changed *“Supervisory board”* to *“safety board”* (2x)

Article 14.7: Changed *“discharged”* to *“removed”*

Article 15.2.e-f: Changed the order and added *“installing a new board”*

Article 15.4: Changed *“newspaper”* to *“news-outlet”*

Article 15.9: Changed *“her”* to *“its”*

Article 16.2: Added this section, taken partly from 16.4

Article 20.2: Changed “*her*” to “*its*”

NAME AND SEAT

Article 1.

1. The society bears the name: Delft Aerospace Rocket Engineering
2. The abbreviated name of the society shall be: DARE.
3. The society shall have its seat in the municipality of Delft.

DURATION

Article 2.

1. The society was founded on April sixteenth two thousand and ten (16-04-2010) for an indefinite period.
2. The society's book year runs from the first (1st) of October until September thirtieth (30th) of the next calendar year.

AIMS OF THE SOCIETY

Article 3.

1. The aims of the society are:
 - a. to enable students to gain practical experience in the field of rocketry;
 - b. gathering theoretical and practical knowledge in the field of spaceflight and rocketry and to transfer this knowledge to the members of the society;
 - c. to promote the knowledge of and interest in spaceflight;
 - d. to promote experimental rocketry;
 - e. to raise unity amongst its members and to look after its members interest;
 - f. to enable students of the TU Delft, amongst others, to apply theoretical knowledge gained in their fields of study in practice.
2. The society does not aim to make financial profit.

Article 4.

1. The society tries to achieve its aims by:
 - a. designing, constructing and testing experimental rockets in a safe, responsible and lawful manner;
 - b. organizing activities connected to experimental rocketry or spaceflight;
 - c. establishing and maintaining relations with societies, associations or other bodies, both domestic and abroad, whose objectives match those of the society;
 - d. establishing and maintaining relations with companies, both domestic and abroad, which operate in the fields of spaceflight or rocketry;
 - e. all other lawful means, which can contribute to the aims of the society.

2. The society can, as a juristic person, become a member of an association with a similar purpose. The internal regulations describe this procedure.

CAPITAL

Article 5.

1. The capital of the society shall be formed by:
 - a. earnings from the contributions of the members;
 - b. earnings from activities organized by the society;
 - c. gifts, bequests and inheritances;
 - d. grants and donations;
 - e. all other acquisitions and benefits.
2. A credit balance in the results of a book year shall only be used to promote the purpose of the society as stated in Article 3.

MEMBERSHIP

Article 6.

1. The society has:
 - a. ordinary members;
 - b. extraordinary members;
 - c. alumni;
 - d. members of merit;
 - e. honorary members;
 - f. donors.
2. In this Charter where it is spoken of members, ordinary members are meant. In this Charter where it is spoken of member or membership no specific form of membership is meant. As ordinary members only those individuals can enter who are enrolled in an institution of Academic- or Higher Education. The board can grant an exception to this.
3. Extraordinary members can be those persons, who have been accepted as such by the board. Their membership ends at the end of a book year.
4. Alumni can be those persons, who have been accepted as such by the board.
5. Members of merit are those former members who have been appointed by the society in a general members' assembly on the proposal of the board for special merits to the society.
6. Honorary members are those who have been appointed by the society in a general members' assembly on the proposal of the board for extraordinary merits to the society or experimental rocketry in general.
7. Donors are those who have regularly supported the society materially or financially, without receiving a return, and have been accepted by the board as such.

Article 7.

1. Membership as an ordinary member, extraordinary member or alumni or the status of donor can be requested in writing or electronically from the secretary.
2. The board decides if someone will be admitted. The board will announce its decision as soon as possible to the requesting person.
3. If the board decides not to admit somebody, this person can appeal to the next upcoming general members' assembly of the society which will make a binding decision.

Article 8.

1. Members, extraordinary members, alumni, members of merit, honorary members and donors have the right to attend a general members' assembly of the society.
2. Entitled to vote are only members, members of merit and honorary members. Voting members have the right to cast one vote.
3. Extraordinary members, alumni and donors only have the right to give voting advice.

Article 9.

1. The members and extraordinary members are obliged to strictly follow the Charter and the regulations and decisions made thereunder.
2. Members and extraordinary members are, during activities of the society as meant in Article 14, paragraph 1a and 1b, obliged to follow the instructions of members of the board or safety board. If this is not done the board can, either on the spot or at a later time, impose a sanction. This is further discussed in the internal regulations.
3. In case of violation of this Charter or the regulations or decisions made thereunder the board can impose sanctions. This is further discussed in the internal regulations.
4. The board is empowered to impose a suspension of membership of at most one (1) year as a sanction. During the period that a member is suspended the rights attached to membership cannot be exercised.
5. The members are obliged to pay a yearly contribution to the society, which is determined in a general members' assembly according to the guidelines of the internal regulations.
6. The internal regulations and safety regulations may contain additional obligations.

Article 10.

1. Membership ends due to:
 - a. termination by the member;
 - b. decease;
 - c. termination by the society;
 - d. expulsion.
2. Termination of the membership by the society is subject to a four (4) week notice and can occur when:

- a. a member has ceased to meet the requirements for membership set by the Charter;
- b. a member fails to meet his or her obligations to the society;
- c. it cannot be reasonably expected from the society to continue the membership.

The termination will occur in writing indicating the reason(s) for the termination. Within one (1) month from receiving the notice of termination the person involved can appeal to the general members' assembly, which will be held within four (4) weeks. During the proceedings and pending the appeal the member will be suspended.

- 3. Expulsion can only be pronounced by the board:
 - a. when a member breaches the Charter, regulations or decisions of the society;
 - b. when a member has unreasonably disadvantaged the society.

The expulsion will be made known to the person involved in writing as soon as possible with the reason(s) for the expulsion.

Within one (1) month from receiving the notice of expulsion the person involved can appeal to the general members' assembly, which will be held within four (4) weeks. During the proceedings and pending the appeal the member will be suspended.

- 4. The status of donor ends by termination by the donor or by termination on behalf of the society by the board. In case the board decides to terminate the status of donor it will make this known in writing to the donor as soon as possible.

BOARD

Article 11.

- 1. The board is responsible for administering the society. In the execution of their duties the board focuses on the interests of the society and its affiliates organizations. The board consists of a president, a secretary and a treasurer and at most four (4) other board members.
- 2. Only those ordinary members who are not a member of the supervisory board or the safety board can be appointed member of the board.
- 3. The board is elected on a binding nomination by the general members' assembly, which determines the number of board members. The board is appointed for the duration of one (1) year. If the provisions of Article 12 paragraph 2 apply the supervisory board can appoint board members.
- 4. A binding nomination can be made both by the board and by ten (10) members who are entitled to vote. A nomination of ten (10) or more members who are entitled to vote must be submitted to the secretary at least three (3) days before the assembly.
- 5. The binding nature of a nomination can be removed by a vote in the general members' assembly with at least a two-thirds majority.

6. In case there is no binding nomination the general members' assembly is free in its choice.
7. The board shall appoint from among its members a president, a secretary, a treasurer and other potential positions. A board member may hold multiple positions, but the positions of president and treasurer must be held by at least two (2) different board members.
8. Board members can be suspended or removed by the general members' assembly. A vote with a two-third majority in an assembly where at least two-thirds of the members who are entitled to vote are present is required for such a decision.
9. The board membership ends further on:
 - a. decease;
 - b. a board member being made a ward of court or the board member being placed under legal restraint by a judicial decision as a consequence of his or her physical or mental condition;
 - c. the board member ceasing to be a member of the society;
 - d. resignation.
10. The board is, with approval of the general members' assembly, authorized to decide to enter into agreements of acquiring, alienating or mortgaging goods subject to compulsory regulation and to enter into agreements where the society commits itself as guarantor or several co-debtor, commits itself for a third party or stands secure for the debt of another party. This restriction applies similarly for the authority to represent the society in these acts.
11. Besides from the board as a whole, the society is represented legally by two (2) jointly acting board members, namely the president and another board member or their substitutes. The board members may be represented by a proxy who is authorized in writing.
12. The treasurer or their substitute is authorized to administer the society's bank accounts on behalf of the society.

Article 12.

1. In the absence or inability of one or more members of the board, the supervisory board will temporarily assume the duties of the open position until a successor is appointed, unless the board distributes these duties amongst itself. An incomplete board remains fully authorised.
2. In case there are less than three (3) board members the remaining board members or member will nevertheless form a lawful board. In this case the board will be obliged to call a general members assembly within four (4) weeks to appoint a new board in agreement with Article 11. If the board fails to do this the obligation will rest on the supervisory board.
3. A member of the board does not participate in the deliberations and decision-making if he/she has a direct or indirect personal interest in doing so that conflicts with the interest referred to in Article 11 paragraph 1. If no decision can be taken as a result of this, the decision is taken by the supervisory board.
4. In the event of the inability or absence of all members of the board, the general

members assembly appoints a temporary board member.

SUPERVISORY BOARD

Article 13.

1. The society has a supervisory board which is charged with:
 - a. supervising the policy and management of the board;
 - b. advising the board;
 - c. supervising the realization of the purpose of the society;
 - d. as well as safeguarding the continuity of the society in the general sense.
2. The supervisory board will consist of at least three (3) and at most seven (7) members who are appointed on a binding nomination by the general members' assembly for the duration of one (1) year provided that:
 - a. the members will stay in function until a general members' assembly has been held in which new members have been appointed, current members have been reappointed or it has been decided to have no succession;
 - b. current members can be reappointed directly;
 - c. only ordinary members, extraordinary members and members of merit who in the past have fulfilled function in the board and are no longer member of the board can be appointed to the supervisory board.
3. A binding nomination can be made both by the board and by ten (10) members who are entitled to vote. A nomination of ten (10) or more members who are entitled to vote must be submitted to the secretary at least three (3) days before the assembly.
4. The binding nature of a nomination can be removed by a vote in the general members' assembly with at least a two-thirds majority.
5. In case there is no binding nomination the general members' assembly is free in its choice.
6. The supervisory board is at all times accountable to the general members' assembly. The supervisory board will report about its activities annually in the form of an annual report which shall be presented at the general members' assembly as stated in Article 15 paragraph 1.
7. Members of the supervisory board can be suspended or removed by the general members' assembly. A vote with a two third majority in an assembly where at least two-thirds of the members who are entitled to vote are present is required for such a decision.
8. The membership of the supervisory board ends further on:
 - a. decease;
 - b. a member of the supervisory board being made a ward of court or the member being placed under legal restraint by a judicial decision as a consequence of his or her physical or mental condition;
 - c. the member of the supervisory board ceasing to be a member of the society;
 - d. resignation.
9. In case there are less than three (3) members of the supervisory board the board is

- required to see to it that a new member or new members are appointed as soon as possible.
10. A member of the supervisory board does not participate in the deliberations and decision-making if he/she has a direct or indirect personal interest in doing so that conflicts with the interest referred to in Article 11 paragraph 1. If this decision can not be made, the supervisory board is still authorized to make the decision.
 11. In the absence or inability of one (1) or more members of the supervisory board, the remaining members, or the remaining member, shall assume the full duties of the board of supervision. A non-complete supervisory board remains fully authorised.
 12. In the absence or inability of all members of the supervisory board, the general members assembly can, with due observance of the provisions of this Charter, appoint a new member of the supervisory board. In this case, inability is defined as any situation whereby a supervisory board member is (temporarily) unable to perform his/her position.

SAFETY BOARD

Article 14.

1. The society shall have a safety board which is charged with:
 - a. overseeing the safety at all times during activities and work organized by the society which relate to rocketry;
 - b. assessing activities or work organized by the society relating to rocketry which carry an increased safety risk;
 - c. gathering knowledge concerning safety during experimental rocketry;
 - d. informing and advising the members of the society concerning safety during experimental rocketry.
2. The safety board shall consist of a president and at least one (1) and at most ten (10) other members which are appointed on binding nomination by the general members' assembly for the duration of two (2) years, providing that:
 - a. the members will stay in function until a general members' assembly has been held in which new members have been appointed, current members have been reappointed or it has been decided to have no succession.
 - b. current members can be reappointed directly;
 - c. only ordinary members, extraordinary members and members of merit who are not a member of the board can be appointed to the safety board;
 - d. the safety board will appoint its president from among its midst.
3. A binding nomination can be made both by the board, the safety board and by ten (10) members who are entitled to vote. A nomination of ten (10) or more members who are entitled to vote must be submitted to the secretary at least three (3) days before the assembly.

4. The binding nature of a nomination can be removed by a vote in the general members' assembly with at least a two-thirds majority.
5. In case there is no binding nomination the general members' assembly is free in its choice.
6. The safety board is at all times accountable to the general members' assembly. The safety board will report about her activities annually in the form of an annual report which shall be presented at the general members' assembly as stated in Article 15 paragraph 1.
7. Members of the safety board can be suspended or removed by the general members' assembly. A vote with a two-thirds majority in an assembly where at least two thirds of the members who are entitled to vote are present is required for such a decision.
8. Membership of the safety board ends further on:
 - a. decease;
 - b. a member of the safety board being made a ward of court or the member being placed under legal restraint by a judicial decision as a consequence of his or her physical or mental condition;
 - c. the member of the safety board ceasing to be a member of the society;
 - d. resignation.
9. The safety board is authorized to annul a decision by the board when it is of the opinion that the safety is compromised. The general members' assembly can reverse this with a two-third majority of a vote.
10. For performing activities as mentioned in paragraph 1b by or under supervision of members of the society the safety board's approval is needed beforehand.
11. In case there are less than two (2) members of the safety board there shall be no activities organized as mentioned in paragraph 1a and paragraph 1b. The board is required to see to it that a new member or new members are appointed as soon as possible.

GENERAL MEMBERS' ASSEMBLY

Article 15.

1. The general members' assembly will be called not more than two (2) months after the end of the society's book year in the manner as described in paragraph 5.
2. In this assembly the board will submit an annual report about the state of the society and the activities of the board. It will submit the balance sheet and the profit and loss statement with an explanation for approval by the assembly. These documents will be signed by the members of the boards, the members of the permanent financial committee as established in paragraph 9 and the members of the supervisory board: if one of their signatures is missing, this will be noted together with the reason. After the term expires every member can demand by law that these persons fulfill this obligation.
3. In this assembly amongst others the following points will be dealt with:
 - a. the secretarial annual report submitted by the secretary;

- b. the annual report submitted by the supervisory board;
 - c. the annual report submitted by the safety board;
 - d. the financial annual report submitted by the treasurer, the approval of which will lead to the discharge of the treasurer from his responsibilities of the book year.
 - e. electing a new board
 - f. discharging the board;
 - g. installing a new board;
 - h. the policy plan submitted by the new board;
 - i. the budget submitted by the new treasurer;
 - j. the appointment of the permanent financial committee as mentioned in paragraph 9.
4. Both the board and the supervisory board can call the general members' assembly as often as they deem necessary or are obliged to do so. The board is obliged to call the general members' assembly, to be held within four (4) weeks after the submittal of the request, if at least a tenth of the members who are entitled to vote have filed a request to the secretary hereto. If after two (2) weeks no action has been taken on the request, the petitioners can turn to the supervisory board which is likewise obliged to call a general members assembly, to be held within four (4) weeks after the submittal of the request. If after two (2) weeks again no action has been taken on the request, the petitioners can call the general members assembly themselves in the manner as described in paragraph 5, or by placing an advertisement at least two weeks in advance in the news outlet of the Technische Universiteit Delft.
5. A general members assembly must be called at least two (2) weeks in advance in writing or, if a members agrees to this, by an electronically transmitted readable and reproducible message, to the address that has been submitted by the members for this purpose, to all members who are entitled to vote with mention of the date, time, location and agenda of the assembly. The documents that are relevant for the assembly must be sent electronically at least one (1) week in advance to all members who are entitled to vote.
6. All members who are entitled to vote have the right to make proposals to the general members' assembly. Proposals concerning the finances and regarding the amendment of the Charter or regulations must be submitted in writing to the Board before the assembly.
7. Decisions are made by a majority of the votes that have been cast, unless otherwise determined in the Charter or the internal regulations. The internal regulations may require a certain number of members who are entitled to vote to be represented at the assembly in order to make a decision.
8. Proxy voting is allowed. An authorization in writing or electronically submitted is required for this. The internal regulations may impose some restrictions on proxy voting.
9. The general members' assembly will appoint a permanent financial committee each year consisting of at least two (2) members who may not be a member of the

- board. The committee will examine the financial annual report and report its findings to the general members' assembly. The board is required to provide all the relevant information requested by the committee, to show the cash and assets and to make the books and all other data carriers of the society available for reference.
10. The official language during a general members' assembly will be English if there is at least one (1) member present who wishes this who is not adequate in Dutch.

REGULATIONS

Article 16.

1. The society has at least the internal regulations and the safety regulations.
2. All regulations cannot be at variance with the provisions of the law or Charter.
3. In the internal regulations those subjects are treated which need further treatment.. The internal regulations and any other regulations are laid down by the general members' assembly on a proposal by the board.
4. In the safety regulations those subjects are treated that are relevant for the safety during activities and work organized by the society that are related to experimental rocketry. The safety regulations are laid down by the general members' assembly on a proposal by the safety board.
5. In case there are contradictions between the internal regulations or any other regulations and the safety regulations the provisions in the safety regulations will have precedence.

Article 17.

1. Amendment of the internal regulations or any other regulations, with the exception of the safety regulations, can only be made on proposal of the board by a decision of the general members' assembly called for that purpose where at least half of the members who are entitled to vote are represented with a majority of two-thirds of the votes cast.
2. In case the required amount of members are not represented in this assembly a decision shall be made in an assembly held within two (2) weeks with a majority of two-thirds of the votes cast, irrespective of the amount of members represented.

Article 18.

1. Amendment of the safety regulations can only be made on proposal of the safety board by a decision of the general members' assembly called for that purpose where at least half of the members who are entitled to vote are represented with a majority of two-thirds of the votes cast.
2. In case the required amount of members are not represented in this assembly a decision shall be made in an assembly held within two (2) weeks with a majority of two-thirds of the votes cast, irrespective of the amount of members represented.

CHARTER AMENDMENTS

Article 19.

1. Amendments of the Charter can only be made in the manner and subject to the requirements as defined in Article 17, provided that the amendment will not enter into force before it has been acknowledged by a notarial deed.
2. Those who have called a general members assembly for discussing a proposal to alter the Charter, must make a copy of that proposal, in which the proposed alterations are included verbatim, available for inspection by all members on a suitable location at least five (5) days prior to the assembly until the day after the assembly.

DISBANDMENT AND LIQUIDATION

Article 20.

1. The society can be disbanded by a decision of the general members' assembly. The relevant provisions in Article 17 for such a decision shall correspondingly apply, provided that the proposal for such a decision is brought to the attention of all members who are entitled to vote at least a month beforehand by registered mail.
2. In case the society is disbanded its capital will be liquidated by the board members, unless the general members' assembly decides otherwise. The liquidators are obliged to make an account of the liquidation and make it available to the former members.
3. A credit balance will be distributed in a ratio determined by the liquidators between the Vliegtuigbouwkundige Studievereniging "Leonarda da Vinci" in Delft and the Nederlandse Amateur Vereniging voor Raket Onderzoek in Alblasserdam with the provision that these associations are required to spend this capital in accordance with the goals of the society as much as possible. In case these associations have ceased to exist or in case the general members' assembly decides otherwise, the allocation of the credit balance will be determined by the general members' assembly in the same assembly where it is decided to disband the society. In any case the credit balance shall be used to promote the goals of the society as much as possible.
4. The books and other data carriers of the disbanded society will be deposited at the Vliegtuigbouwkundige Studievereniging "Leonardo da Vinci" in Delft, or in case this association has ceased to exist or refuses to store the books and data carriers they will be stored by a person designated by the liquidators.

FINAL PROVISIONS

Article 21.

In all cases where this Charter and the internal regulations do not provide the board shall

decide.

Article 22.

The Charter, internal regulations, safety regulations and any other regulations drafted under this Charter must be available for each member in English as well. In case there are contradictions between the English version and Dutch version the Dutch version shall have precedence.

Article 23.

Every member is required to acquire a copy of the Charter, internal regulations and safety regulations and to be aware of the provisions therein.