

ARTICLES OF ASSOCIATION OF THE WORLD PAIR GO ASSOCIATION

ARTICLE 1 - NAME

The name of the organization shall be the World Pair Go Association (hereinafter referred to as the "WPGA"). WPGA shall be a non-profit organization and its resources shall be applied exclusively in furtherance of its beneficent purposes stipulated in Article 2.

ARTICLE 2 - PURPOSE

The purpose of the WPGA shall be to promote, foster, promulgate and develop Pair Go throughout the world, to devise methods and conduct competitions to award international or world championship titles, to establish standard rules for its contests and collaborate with the International Go Federation (hereinafter referred to as the "IGF"), for the promotion and development of Go through Pair Go.

ARTICLE 3 - OFFICE AND LANGUAGE

The office of the WPGA shall be located in the Japan Pair Go Association, 8F Shin-Kokusai Bldg., 3-4-1 Marunouchi Chiyoda-ku Tokyo Japan. The official text of this Articles of Association shall be in English, but the Board of Directors may decide to treat texts of this Articles of Association in other languages as official texts as well.

ARTICLE 4 – ORGANIZATION AND ADMINISTRATION

Management and administration of the WPGA shall be vested in a General Meeting, a Board of Directors (hereinafter referred to as the "Board"), and Officials elected in accordance with this Articles of Association and internal rules and regulations set forth in accordance with this Articles of Association (hereinafter referred to as the "Rules").

ARTICLE 5 - MEMBERSHIP

A Regional Pair Go Organization or Regional Go Organization, representing a country or a territory (hereinafter collectively referred to as "RGOs"), that is a member of the IGF shall be eligible to apply for membership of the WPGA, and become a member of the WPGA upon approval by the Board (such approved RGOs are hereinafter collectively referred to as the "Members").

ARTICLE 6 - ZONES

For purposes of management and administration of the WPGA, the following four geographical zones (hereinafter referred to as "Zone(s)") shall be established. Each respective Zone shall be represented in the Board by the following number of Directors, elected in accordance with Article 9 of this Articles of Association:

Asia	5
Europe	2
North America	1
All other regions not listed above	1

ARTICLE 7 - OFFICERS

The officers of the WPGA shall include a President, one to three Vice-Presidents, a Secretary, a Treasurer and one or two Auditors. The Board shall elect the officers of the WPGA from the Directors except for the Auditors. The Auditors, who shall not be Directors, shall be elected by the Board. The Board may also elect such other officers, as it may deem appropriate for the management and administration of the affairs of the WPGA. The respective officers shall exercise such powers and perform such duties as may be provided by the Rules or as the Board may prescribe.

ARTICLE 8 – GENERAL MEETING

The General Meeting shall have the powers and authorities in the management and administration of the WPGA except for the items delegated to the Board under this Articles of Association and/or the Rules.

- 1) Delegates: Each Member (except for the Member whose membership qualification is suspended or otherwise whose right to be represented in the General Meeting is suspended in accordance with the Rules, which shall apply herein after in this Article) may designate and accredit one Delegate to the General Meeting. Each Delegate has one vote.
- 2) Meetings: Regular meetings of the General Meeting shall be held during an International Pair Go event hosted by WPGA. In addition, extraordinary meetings may be held by the resolution of the Board or by the request of the Auditor.
- 3) Quorum: At a meeting of the General Meeting a quorum shall consist of duly accredited Delegates from at least one fourth of the Members, representing all Zones in Article 6.
- 4) Proxies: A duly accredited proxy may represent any Member at a meeting, but no person may represent more than one Member in any meeting of the General Meeting.
- 5) Voting: Any matter of the General Meeting shall require a majority vote of those present and voting, except as may be otherwise required by this Articles of Association or the Rules. Any action of the Board subject to review by the General Meeting shall require a two-thirds majority vote of those present for rejection of the action of the Board.
- 6) Voting through Electrical or Other Measures: A matter, which may be resolved by majority vote of those present and voting at the General Meeting, may be deemed to be resolved by the General Meeting by three-fourths majority vote of all Members through an electrical or other measure such as email or fax, if and when the Board requested such voting as it deems necessary; any member who fails to respond in time is deemed

to have approved the proposal.

- 7) Control: The General Meeting shall have the power to control the other organs of the WPGA, such as the Board, the Officers and any other Committee as established in accordance with this Articles of Association and the Rules.
- 8) Revocation: The General Meeting shall have the power to revoke any organs of the WPGA at any time for reasonable and material grounds. Such revocation requires a two-thirds majority of the present Delegates.
- 9) Dissolution: The General Meeting shall have the exclusive power to resolve upon the dissolution of the WPGA. This decision requires a two-thirds majority of those present and voting at the General Meeting at which at least three-fourths of all Members are represented.

ARTICLE 9 – BOARD OF DIRECTORS

The Board shall be responsible for the usual management and administration of the WPGA in accordance with this Articles of Association and the Rules.

- 1) Members: The Board shall consist of nine Directors representing the Zones stated in Article 6 of this Articles of Association. Directors shall be elected by the General Meeting among a number of candidates proposed by the Board of Directors. The foregoing notwithstanding, the Board may further elect one additional Director if and when it deems necessary, in which case the Board shall consist of ten Directors. The term of service for Directors shall be three years (one year, however, for Directors elected at the time of establishment of the WPGA) and the Directors may be re-elected or re-appointed. If a Director is replaced, the term of service of the new Director shall be equal to the remainder of the replaced Director's term of service. If and when the Board has appointed one additional Director, the term of service for such Director shall terminate at the same time as the terms of service of the Directors constituting the Board that elected such Director end.
- 2) Meetings: The Board shall hold a regular meeting at least once a year. In addition, extraordinary meetings may be held by the request of the President or an Auditor.
- 3) Quorum: One-half of all the total members of the Board, representing at least three Zones, shall constitute a quorum.
- 4) Proxies: Any Director representing a Zone may appoint a proxy to represent him/her in any meeting of the Board. No person may serve as a proxy for two or more Directors representing different Zones, but a person may serve as a proxy for one or more Directors representing the same Zone.
- 5) Power and Duties: The Board shall exercise powers incident to the effective supervision and usual management and administration of the affairs and activities of the WPGA. In exercising these powers the Board shall have the specific powers including, but not limited to, the following, provided, however, the decisions of the Board in accordance with items ii) and vi) below shall be subject to review by the General

Meeting under Article 8:

- i) To elect officers and define their powers, duties and terms of service;
 - ii) To decide upon dues and fees;
 - iii) To apply the funds of the WPGA for its purposes stipulated in this Articles of Association and report to the General Meeting;
 - iv) To fix the dates, sites, eligibility requirements and conditions for contests held under the sanction and supervision of the WPGA and to establish appropriate rules and regulations governing such contests;
 - v) To exercise appellate jurisdiction from acts or decisions of WPGA and its Committees. The decisions of the Board, taken on the basis of the provisions of this Articles of Association and the Rules, are final and solely the Board may resolve any dispute relating to their application or interpretation;
 - vi) To receive and approve or reject applications for membership from any RGO, to suspend membership and to terminate membership of any Member RGO in accordance with the provisions of the Rules;
 - vii) To fix boundaries for the Zones and to recognize zonal organizations as appropriate;
 - viii) To elect honorary officers and a Director in accordance with item 1) of this Article;
 - ix) To notify all Members, Zones or zonal organizations, and members of the Board of actions taken by the Board at each meeting by means of summary minutes, financial statements, or other pertinent documents or reports;
 - x) To confirm the members of committees and prescribe the powers of committees in accordance with Article 10;
 - xi) To adopt a set of the Rules and to make amendments thereto in accordance with the provisions of Article 11 of this Articles of Association: and
 - xii) To recommend amendments to this Articles of Association in accordance with the provisions of Article 12.
- 6) Voting: Any matter within the jurisdiction of the Board shall, except for the case stipulated in Article 11, require a majority vote of those present and voting.
- 7) Voting through Electrical or Other Measures: A matter may deemed to be resolved by the Board by three-fourths majority vote of all Directors through an electrical or other measure such as email or fax, if and when the President requested such voting as he/she deems necessary.

ARTICLE 10 – COMMITTEE

Standing or special committees of the WPGA may be constituted from time to time in accordance with relevant Rules and such committees may be vested with such powers as the Board may see fit and so prescribe. The members of all committees shall be appointed by the President and confirmed by the Board.

ARTICLE 11 – Rules

The Board shall adopt a set of Rules providing for the regulation, management and administration of the affairs of the WPGA. Thereafter, the Rules or any part of them may be amended by the Board by the affirmative vote of three-fourths of all its members entitled to vote, provided the effective date of the Amendment fixed by the Board shall not be earlier than three months after the mailing of written notice and the full text of the Amendment to each Member, and provided further that, if a majority of all the Members make written objection to the Amendment to the President of the WPGA before the effective date fixed by the Board, the Amendment shall be null and void.

ARTICLE 12 – AMENDMENTS

The Board may recommend amendments to this Articles of Association or any part of it and such proposal for amendments may be adopted at any duly constituted meeting of the General Meeting at which a quorum is present by the affirmative vote of two-thirds of the Delegates present.