

Statutes of the association „Kindern helfen - TLC-Deutschland e. V.“

§ 1 Name, location, fiscal year

1. The association's name is "Kindern helfen - TLC-Deutschland" e. V." and it is located in 56729 Boos, Holgert 3 (following called "Verein" genannt) and is active throughout Germany.
2. The association is entered into the register of associations.
3. The fiscal year is the same as the calendar year.

§ 2 Purpose and goals

1. The association's purpose is to support and sponsor children and teenagers in The Republic of South Africa
2. The association realizes this purpose in particular by:
 - supporting and sponsoring the development of children, teenagers and orphans that live in children's homes.
 - supporting and sponsoring ill and HIV positive children and their families.
 - supporting volunteers offering their service to the homes.
 - supporting the children's home TLC Ministries (The Love of Christ Ministries), Plot 136, Bronkhorstfontein, Gauteng in particular.
3. In order to fulfill these purposes according to the statutes appropriate means should be collected by the charging of fees and allocations. Further there shall be fund raising activities to win donations, subventions and other contributions.
4. In order to win new members, donors or supporting bodies speeches or lectures should be held, events and conferences run in conjunction with the purposes according to the statutes.

§ 3 Benefit to the public

1. The association pursues exclusively and directly non-profit and charitable purposes in accordance with the tax code's prescription's paragraph about tax-privileged purpose (§§ 51 ff) in its current version.
2. The association acts in a non-profit-oriented way and does not pursue any economic purposes of its own.
3. The association's means may only be used for the purposes according to the statutes. No person may be favored by administration expenses that do not reflect the association's purposes or by excessively high compensation.

§ 4 Membership

Each natural person or corporate body may become a member of the association. The association consists of active members, sustaining members as well as honorary members.

1. Active members are those being directly involved in the association's business.
2. Sustaining members do not directly take part in the association's activities, but support the association financially to achieve its goals. Sustaining members do not have any voting rights. However, they may take part in any event run by the association and in the general meeting.

3. Honorary members. Active members will be appointed honorary members if they have shown outstanding commitment to the association. The appointment has to be decided in a general meeting with a 2/3 majority. Honorary members do not have to pay any fees, but have the same rights and duties as active members.
4. A resting membership occurs when e.g. an active member is drafted for his military or community service. Then membership in the association will rest for a maximum of 2 years on respective request. After termination of the resting time rights and duties will come to live again automatically. The same is applicable if a resting membership is terminated ahead of schedule. In order to re-activate a resting membership a simple notification addressed to a board member is sufficient. Such a notification is possible at any time.

§ 5 Admission

1. Being admitted as a member of the association requires a written application (also possible by e-mail) to the first chairman. Everybody accepting and supporting the purposes of the association may be admitted as a member if applying for it. The first chairman has to decide about the application which – for persons under 18 – has to be signed by the legal guardian.
2. On admission to the association the member accepts these statutes and the membership conditions ruled upon by the Members' Meeting.
3. The applicant can veto against a negative decision of the first chairman, who does not need to give any reasons for it. During the next general meeting a decision is made about that veto.

§ 6 Termination of membership

1. Membership ends with dead, withdrawal or expulsion.
 1. Withdrawal is only accepted by the end of the fiscal year. It has to be announced in writing to the first chairman at least three months in advance. This announcement can also be made via e-mail.
 2. Members that do not fulfill their duties inspite of admonition, violate the statutes, existing orders or guidelines of the association or cause damage to the association's interests or image because of their behavior can be expelled from the association by the board. At least 14 days prior to expulsion the member has to be granted the possibility to justify to the board. An expelled member can veto against the board's decision which is then to be decided about in the next following general meeting. Expulsion is effective of the date of resolution, in case of a rejected veto, effective of the date of resolution by the general meeting.
2. With the termination of the membership any claim against the association expires. Already paid fees, donations and subventions will not be refunded. The association remains entitled to claim on outstanding fees.

§ 7 Rights and duties of the members

1. All members have the right to take part in meetings and events run by the association according to this statute and existing regulations, to make applications and make use of all material and ideal services generally offered by the association;

2. All members are obliged to sustainably support the association's goals and tasks and to execute decisions made by bodies of the association.
3. The members are obliged to pay the fees or allocations that have been decided on by the general meeting or manifested in the membership regulations decided on by the general meeting.
5. Honorary members/honorary boards are non-contributory.

§ 8 Bodies

Bodies of the association are

- the general meeting and
- the board.

§ 9 General meeting

1. An annual general meeting will be held at least once a year. Members will be invited in writing together with an agenda by the authorized representative of the board minimum three weeks prior to the meeting. Invitations have to be sent to the last address that has been communicated to the association by the member. The board is also entitled to send the written invitation to an e-mail address that has been communicated to them by the member.
2. In case of a special requirement the first chairman or his deputy can, by the way, call an extraordinary general meeting in the interests of the association. Furthermore an extraordinary general meeting is to call if requested by at least one third of the members who have to announce their reasons for it to the board. Regarding the deadline for the invitation section 1 is valid. The board is, however, entitled to shorten the deadline for the invitation to an extraordinary general meeting to one week, as far as this is necessary due to the special importance and the urgency.
3. Applications and proposals have to be handed in in writing to the chairman at least two weeks prior to the general meeting. Applications handed in later than that will be dealt with in the following general meeting. Otherwise applications of urgency require the explicit approval by the present members to be subsequently admitted to the general meeting.
4. The general meeting is responsible for
 1. the election of the board members and cash auditors,
 2. reception of reports of the board as well as the cash auditors,
 3. acceptance of the financial management and presented principles for the future financial planning of the association
 4. definition of member fees/admission fees/termination, issue and amendment of the membership regulations,
 5. resolution on important issues/draft decisions of the board, as far as these are duly presented for decision by the general meeting,
 6. approval of the board's activities,
 7. final resolution on the acceptance and expulsion of members in case of vetos according to § 6 of this statutes,
 8. confirmation of the regulations of the association's youth as well as further regulations of the association; these are subordinate to these statutes and shall not be entered in the register of associations
 9. issue or amendment of a honorary regulation,
 10. connection with or withdrawal from associations,
 11. approval of the appointment of honorary members/honorary board members

12. amendment of the statutes,
13. termination of the association.
5. Basically all members of the association, who are at least 14 years old, except sustaining members, have voting rights. The voting right can only be carried out personally, each member has one vote. Corporate bodies can transfer their right to participate and their voting right to another person by a respective authorization, the authorization has to be proved to the board prior to the beginning of the meeting.
6. Otherwise a transfer of the voting right is in principle impossible.
6. General meetings are in principle chaired by the first chairman, otherwise by the deputy. General meetings are quorate regardless of the number of present members.
7. The general meeting is quorate if it has been called duly. Decisions require a single majority of the present members who have voting rights resp. their representatives. Abstentions are not considered. In case of an equality of votes the chairman's vote is decisive.
8. Voting and elections are to be run openly. Secret voting has to be made if at least half of the present members require that from the chairman.
9. For each general meeting there shall be minutes of meeting which have to be signed by the chairman and the keeper of the minutes.

§ 10 General management

1. The board consists of
 1. the first chairman,
 2. the deputy chairman (second chairman),
 3. the recording clerk/secretary,
 4. the cashier/treasurer,
 5. and up to six committee members.
2. Board according to § 26 BGB is the first chairman and his deputy. Each of them is solely authorized to represent the association.
3. The board decides about all running issues and leads the association's business, as far as this does not lie within the scope of the general meeting according to these statutes or legal regulations.
4. The board can delegate single tasks to qualified members for reasons of support of their work.
5. The members of the board are elected for a term of office of two years by the members with a single majority. Re-election shall be permitted.
6. The general meeting elects two cash auditors for a term of one year who must not be board members. Re-election shall be permitted.
7. In case of withdrawal of a board member or a cash auditor ahead of schedule, a by-election has to take place in the following general meeting. The board is entitled to temporarily transfer the tasks of the withdrawn board member or cash auditor to a member of the association or the board until the day of by-election.
8. If, however, during a term of office more than half of the elected board members withdraw, it is the deputy board's duty to call an extraordinary general meeting immediately with a deadline of one month, in order to run a new election.
9. Prior to board elections an electional officer has to be voted in an open voting. The latter executes the elections.
10. Board members and cash auditors perform their offices unsalaried.

§ 11 Cash auditing

The cash auditors who are elected for one year have to check the cash business of the association at termination of each calendar year and make an audit report. The cash auditors are entitled to audit the due financial conduct, the due cash management, the due document management. Audit is solely made by way of calculation, though not by checking the factual reasons for expenditures.

On the basis of a decision made either by the board or by the general meeting a further cash audit besides the yearly audit can be executed in justified cases.

§ 12 Amendments of the statutes

1. An amendment of the statutes is only possible if approved by the general meeting with a three quarter majority of the present members with voting rights that have appeared. An amendment of the statutes with respect to the association's purpose is only possible if approved by the general meeting with a nine-tenth majority of the present members with voting rights that have appeared. The board is obliged to communicate the planned statutes amendments as special agenda topics, briefly giving the reasons for them when inviting to the general meeting.
2. In case of termination of the association or discontinuation of the association's present purpose the assets of the association will be transferred to the association Bild hilft e.V. „Ein Herz für Kinder“, Postfach 3410, 20350 Hamburg, that is obliged to directly and exclusively use it to support charitable/non-profit purposes, should this association no longer exist on the date of termination, the general meeting will decide on an alternative non-profit association. Decisions about the future use of the assets may then only be executed after approval of the fiscal authorities.
3. In case a dissolution/termination has to be executed the present board members who are authorized to represent the association will be the liquidators, unless the general meeting decides anything different.

§ 13 Coming into effect

Aforementioned statutes were passed by the general meeting on 9th December 2007 and come into effect on entry into the register of associations.