

Translation of the statutes of the "estwärts" association

The original, legally binding document is in German and was last changed on 28.04.2024

§ 1 Name and residence

1. The name of the association is *estwärts*
2. The association *estwärts* shall be entered in the German register of associations and shall thereafter bear the appendix "e.V."
3. The association shall have its residence in Marburg, Germany.
4. The rules of operation may define an office other than the place of residence. At the time of foundation, the office is located at

*Geschwister-Scholl-Straße 35
35039 Marburg
Germany*

§ 2 Financial year

1. The association is founded for an indefinite period.
2. The financial year is the calendar year.

§ 3 Purpose of the association

1. The association pursues exclusively and directly charitable purposes within the meaning of the section "Tax-privileged purposes" of the German Tax Code.
2. The purposes of the association are, according to § 52 paragraph 2 points 5, 6 and 13 of the Tax Code:
 - the promotion of art and culture,
 - the promotion of the protection and preservation of historical monuments,
 - the promotion of international spirit, tolerance in all areas of culture and the idea of international understanding.

The purposes of the association are realised in particular through the creation and maintenance of a meeting place in a European country other than Germany and the simultaneous promotion of youth culture in the in the spirit of the youth movement, represented by the three elements of building, hiking and culture. These are explained in more detail below.

Building

The association acquires, restores and maintains or creates a property in a European country other than Germany. In the case of acquisition and preservation, this property should either have a traditional, regional building style or, in the case of a new building, be oriented on traditional construction methods. Members and guests should be involved in the construction and maintenance process in order to learn and pass on traditional building culture and craftsmanship skills.

Hiking

The property should serve members and guests as a starting point for trips and hikes. This is intended to create a low-threshold opportunity to experience regional nature and to interact with locals.

Culture

The property is intended to be a venue for cultural events and an international meeting place, especially for guests from Germany and the region. The focus is on musical exchange and the promotion of inter-cultural understanding.

The three elements are pursued equally and in consideration of each other. For example, common building efforts are to be conducted that do not focus exclusively on building for the purpose of preservation or construction. Co-operation with locals and inspiration through trips and hikes in the surrounding area are intended to support the building project culturally. Building efforts should provide an opportunity to experience community and play music as well as to preserve and develop the estate.

§ 4 Non-profit status of the association

1. The association is a non-profit organisation; it does not primarily pursue its own economic purposes.
2. The Association's funds may only be used for the purposes set out in the Association's statutes. The members shall not receive any benefits from the Association's funds.
3. No person may be favoured by expenses that are alien to the purpose of the association or favoured by disproportionately high remuneration.

§ 5 Acquisition and termination of membership

1. Any legally capable natural person may become a member.
2. The board shall provisionally decide on the membership application.
3. The final decision on membership is made by the subsequent general assembly.

The Membership is terminated by:

- the member's own request (to the end of the financial year) or,
- a resolution of the general assembly or,
- death.

4. Prior to a resolution by the general assembly to terminate membership, the member concerned must be given the opportunity to give a statement.

5. An excluded member has no claim to the assets of the Association. Declarations that concern the membership must be made in text form.

§ 6 Membership fees

1. Members shall pay a membership fee, the amount of which shall be determined by the General assembly in the Rules of operation. The Rules of operation are not part of the statutes of the association.
2. The rules of operation may further allow natural persons and legal entities the option of a supporting membership, which is limited to the payment of a membership fee and does not entail any further rights or obligations.

§ 7 General assembly

1. The general assembly is the supreme decision-making body of the association.
2. The general assembly determines the main focus of the work of the association and decides on guidelines.
3. The general assembly fills the positions (at least the board, two cash auditors, one building auditor). In addition, the general assembly may delegate tasks to mandatees, set up working groups and issue and change regulations.
4. The general assembly receives the reports of all appointees, representatives and working groups.
5. The general assembly shall approve and discharge the appointees and mandatees.
6. The general assembly shall schedule the organisation of the association's activities.
7. The general assembly decides on the annual budget and may decide on special expenses.

Convening of the general assembly

- 8 The ordinary general assembly (OGA) shall meet once a year, if possible, at the beginning of the year. An extraordinary general assembly may be convened by the board.
9. An extraordinary general assembly must be convened if at least one third of the members have requested this in text form. All members must be informed at least four weeks before the date of the meeting. The invitation must include the agenda and details of the time and place of the general assembly. Proposals that have already been submitted to the board at the time of the invitation must be attached to the invitation.
10. Digital participation must be offered if requested at least two weeks in advance.

Quorum

11. The General assembly has a quorum if the invitation has been duly issued and at least seven members are present. Digital participation counts as present.
12. If a general assembly does not have a quorum due to too few members present, there is the possibility of an ordinary general assembly with the same agenda at the earliest four weeks later, which can have a quorum with only three members present.

Voting and elections

13. Every full member is entitled the right to submit proposals and to vote.
14. Votes and elections are decided by a simple majority. If there is a tie, an application is considered rejected. A simple majority is a majority of more than 50% of the votes cast. Abstentions do not affect the majority. This means that a vote cast is either a yes or no vote. An abstention is not a cast vote.

15. A simple two-thirds majority is a majority of at least two-thirds of the votes cast, but at least the majority of those present who are entitled to vote.

16. The general meeting can agree to elect or approve and discharge the board via block voting.

17. At the request of a person, a secret vote or election must be held.

Changes in the statutes of the association

18. The statutes of the association may be changed by a simple two-thirds majority within the ordinary general assembly that has a quorum. A proposal of the changes to the statutes of association must have been included in the invitation.

19. The changed statutes of association shall enter into force on the date of their acceptance.

Procedure

20. An attendance list shall be kept and attached to the record.

21. The general assembly is opened by a member of the board. After the election of the chair of the meeting and the record taker, the final agenda is set.

22. Proposals to the general assembly may be submitted by any member until the end of the meeting.

23. A record of the discussions and resolutions must be taken. The record taker shall submit the record no later than three weeks after the meeting to the board, which shall send it to all members without undue delay. The record taker and a member of the board in charge after the recorded assembly sign the record. The following general assembly confirms the record.

§ 8 Positions

Board

1. The members of the board are elected by the general assembly for a term of one year and remain in office until a new election is held.

2. The board shall consist of at least one chairperson, one deputy chairperson and one treasurer. Further positions on the executive board may be appointed and filled by the general assembly.

3. The members of the board must be adult and full members of the association.

4. The re-election of board members is permitted.

5. The Board is responsible for managing the day-to-day business of the association. The chairperson, the deputy chairperson and the treasurer each are permitted to represent the association alone in judicial and extrajudicial matters.

6. The executive board is obliged to inform all full members at least one week in advance in text form before closing a contract that bind the association for longer than one year or entering payment obligations of more than € 2000. Each full member can veto the planned transaction during this period. The general assembly may pass resolutions that oppose this veto.

7. The executive board is obliged to obtain the approval of the general assembly before entering into payment obligations of more than € 10000.

8. The executive board fulfils the following tasks and responsibilities:

- Planning, supporting, and realising the agreed events
- Ensuring a long-term sustainable financial framework
- Convening, planning, and organising the OGA
- Publicity
- Organisational and administrative tasks
- Appointment of project groups
- The long-term preservation of the buildings and the preparation of a building report in text form. This includes at least information on the general condition of the estate, the safety of the buildings and grounds as well as foreseeable necessary construction and maintenance measures. The building report must be submitted to the elected building auditor for review at least one week before the start of the general assembly.
- The presentation of an annual report in the OGA, which contains information on the use of the property, events and past construction and maintenance measures as well as an overview of other statutory activities of the association.

9. The treasurer has the following duties and responsibilities:

- The treasurer shall keep detailed records of the account management and all transaction and submits a current cash report to the OGA.
- The treasurer submits a proposal for planning the upcoming annual budget to the OGA.
- The treasurer shall provide the auditors with the all the documents necessary for the fulfilment of their tasks in good time.

Cash auditors

10. The cash auditors shall be elected by the general assembly for a term of two calendar years in such a way that their terms of appointment each overlap by one year.

11 The cash auditors may not be members of the board.

12. Re-election of an auditor for the immediately following term of office is not permitted. The task of the cash auditors is to check the proper management of the association's treasury at the latest by the beginning of the general assembly.

13 In consultation with the board, the cash auditors can also carry out an extraordinary cash audit. In the case of discrepancies, the chairperson must be informed immediately.

14. The reports of the cash auditors shall form the basis for the decision of the the general assembly for the approval and discharge of the treasurer and the other members of the board.

Building auditor

15 The task of the building auditor is to check that the building report has been properly kept at the latest by the start of the general assembly.

16. The report of the building auditor is the basis for the decision of the general assembly for the approval and discharge of the board.

§ 9 Dissolution of the Association

1. In the event of the dissolution of the association or the discontinuation of the tax-privileged purposes, the assets of the association are passed to a legal entity under public law or another tax-privileged organisation that will use it directly and exclusively for the promotion of international spirit, tolerance in all areas of culture and international understanding.

2. Resolutions on the future use of the assets may only be implemented with the consent of the responsible tax office.

3. Unless the general assembly decides otherwise, in the event of the dissolution of the association, the board shall be the liquidators.