



Articles – Ambatana e.V.

Article 1 Name, headquarters, fiscal year

The name of the organisation is Ambatana. The name will be recorded in the register of organisations and subsequently bear the suffix "e.V.". The organisation is based at Spridererweg 8 in Tüßling, Germany. The fiscal year of the organisation corresponds to the calendar year.

Article 2 Purpose, mission, non-profit status

The purpose of the organisation is to support children and adults in need in Africa. The purpose is achieved in particular by helping children attend school and paying the costs involved. Information seminars will be held for adults on subjects such as FGM, HIV and family planning. Plans also include providing families in need with food in case of shortages and with medical assistance in emergency situations. The purpose is also achieved by taking in orphaned children. An orphanage will be built for this purpose in order to provide the children with adequate care. A school belonging to the orphanage will also be built to provide the children and other children from the area with a proper education. The organisation will closely cooperate with non-profit organisations from Germany and Africa, e.g. with 'Young Innocent Souls of God' (YISOG), a Kenyan state-registered organisation. The support mentioned above will therefore be provided both directly by Ambatana and indirectly by forwarding donations to other German and foreign non-profit organisations, provided that these organisations use the forwarded funds for tax-privileged charitable purposes within the meaning of the German legal system.

Article 3 Non-profit status

The organisation shall exclusively and directly pursue "tax-privileged purposes" in line with the German Fiscal Code. The activities of the organisation shall be altruistic; it shall not primarily pursue its own economic interests. The organisation's financial means may only be used for purposes that comply with its Articles. Members of the organisation shall not receive allowances from the organisation's financial means. No person may benefit from expenditures unrelated to the organisation's purpose or from disproportionately high compensation.

Article 4 Members

Any natural or legal person can become a member of the organisation. Any application for admission to the organisation must be submitted to the Board in writing. The Board decides on the acceptance of members by majority vote. Membership shall end upon death, resignation or expulsion from the organisation. Resignation shall be declared to the Board in writing. Expulsion must be decided upon by the Board by majority vote. An appeal can be lodged against a rejection of admission and against expulsion at the next General Meeting.

Article 5 Membership fees

Members shall pay an annual fee to be determined at the General Meeting. Honorary members are not required to pay membership fees.

Article 6 Honorary members

People who have made a special contribution to the organisation can be appointed honorary members by the General Meeting by a simple majority of the members who are present and entitled to vote. Honorary members are appointed by a simple majority until revoked at the General Meeting. They have the right to vote and are exempt from paying contributions.

Article 7 Bodies of the organisation

The bodies of the organisation are the Board and the General Meeting.

Article 8 Board

The Board consists of the Chairperson, the Deputy Chairperson, the Secretary and the Treasurer. Board members are appointed by the General Meeting for a period of two years. Board members shall remain in office after the end of their term until new members are appointed. Only members of the organisation can be appointed. Board members can be re-elected.

Article 9 Responsibilities of the Board

The Board is responsible for any matters of the organisation not within the scope of responsibility of another body of the organisation as set out in the Articles. The main responsibilities of the Board are as follows:

- a) preparing General Meetings and setting the agenda,
- b) summoning General Meetings,
- c) implementing resolutions passed at General Meetings,
- d) managing the organisation's funds,
- e) preparing annual and financial reports,
- f) deciding upon admission and expulsion of organisation members.

The Chairperson and the Deputy Chairperson represent the organisation individually, both in and out of court.

Article 10 Board meetings

The Chairperson shall invite Board members to Board meetings in writing in due time, i.e. at least two weeks prior to the meeting. In the absence of the Chairperson, the Deputy Chairperson shall assume this responsibility. The Board constitutes a quorum if at least three members are present. The Board shall pass its resolutions with a simple majority. In the event of a tied vote, the Chairperson or the Board member presiding over the meeting shall have the casting vote.

The Secretary is responsible for taking the minutes at Board meetings. The minutes shall include place and time of the Board meeting, the names of the attending members, the resolutions passed and voting results.

Article 11 Management of funds

The funds required to achieve the purpose of the organisation are primarily raised based on membership fees, donations and sponsorships of children in Africa.

The Treasurer shall keep accounts of transactions and prepare annual financial statements.

Payments may only be made if approved by the Chairperson or – in their absence – by the Deputy Chairperson.

Two cash auditors, each elected for a period of two years, shall audit the annual financial statements. The statements shall be presented at the General Meeting for approval.

Article 12 General Meeting

The General Meeting is responsible for the following matters:

- a) receiving reports issued by the Board,
- b) setting the amount for the annual fee,
- c) electing and dismissing Board members and cash auditors,
- d) passing resolutions on the rules of procedure for the Board,
- e) passing resolutions on changes to the Articles and on dissolution of the organisation,
- f) passing resolutions on appeals against decisions made by the Board to reject applications for admission,
- g) ratifying the actions of the Board,
- h) electing honorary members.

The regular General Meeting shall take place at least once a year. General Meetings shall also be summoned if so required in the organisation's interest or if a fifth of the members request the Board to summon a General Meeting in writing, stating the purpose and reasons.

Every General Meeting shall be summoned by the Chairperson – or in their absence by the Deputy Chairperson – with two weeks' notice and by personal invitation in writing. The invitation shall include the planned agenda.

Members shall have the right to request in writing that further items are added to the agenda up to one week before the day of the General Meeting. If requests to add items to the agenda are made at the General Meeting, the General Meeting shall decide accordingly.

Article 13 Passing resolutions at the General Meeting

The Chairperson, or in their absence the Deputy Chairperson, shall preside over the General Meeting. For elections, the General Meeting's presidency can be transferred to an election committee for the duration of the ballot and the preceding debate.

All members shall have the right to vote at the General Meeting. Any General Meeting duly convened constitutes a quorum.

Provided that the Articles do not require otherwise, resolutions shall be passed by a simple majority of the votes cast. Abstentions shall not be taken into consideration. Changes to the Articles or dissolution of the organisation shall require three quarters of the votes cast.

The Chairperson shall decide upon the voting procedures. The vote must, however, be secret if requested by one fifth of the members present.

The Secretary shall take the minutes at General Meetings. The minutes shall be signed by the Chairperson, the Deputy Chairperson and the Secretary. The minutes shall include the place and time of the General Meeting, the number of members present, the name of the person presiding over the Meeting, the agenda, resolutions passed, voting results and voting procedures.

Article 14 Dissolution

Dissolution of the organisation can only be decided upon in a General Meeting convened for this purpose. Three quarters of the votes cast shall be required to dissolve the organisation.

In case of dissolution of the organisation or loss of tax-privileged purposes, the organisation's assets shall be transferred to Bonfaremo e.V., which shall directly and exclusively use them for non-profit purposes.

Signed on 7 May 2014