

[Preliminary remark = not part of the statutes in German language:

The translation into English was carried out to the best of our knowledge and belief. In case of doubt or even disputes about interpretation, the German version applies according to German law.

For your convenience of an easier reading the firm German names of the legal entities were translated into English as follows:

Hilfe Lithuania Belarus e.V. => Help Lithuania Belraus e.V.

Humanitäre Hilfe Bergisch Gladbach e.V. => Humanitarian Aid Bergisch Gladbach e.V.

Humanitäre Hilfe Overath e.V. => Humanitarian Aid Overath e.V.

Bergisch Gladbach and **Overath** are two neighboring, legally independent cities in the state of North Rhine-Westphalia, Germany

e.V. is the official German abbreviation for “eingetragener Verein” => registered club or association

Humanitarian Aid Bergisch Gladbach e.V. and Humanitarian Aid Overath e.V. are two independent private legal entities. The change our name lately was intentional. Both associations are not in competition with each other but are closely linked partners in supporting Ukraine since it has been at war.]

§ 1 Name and registered office

The association was named “Hilfe Lithuania Belarus e.V.” until September 12, 2023. From September 12, 2023, it is called Humanitarian Aid Bergisch Gladbach e.V.

The club's headquarters is in Bergisch Gladbach.

§ 2 Fiscal Year

Fiscal year is the calendar year.

§ 3 Purpose of the association

The association exclusively and directly pursues non-profit, charitable and ecclesiastical purposes within the meaning of the “Tax-privileged purposes” section of the tax code, primarily in needy Eastern European countries. The purpose of the statutes is achieved in particular by supporting people in need of help and also institutions (e.g. maintenance of orphanages, hospitals, schools, old people's homes, kindergartens, after-school care for children, seminaries, parishes, Caritas stations, facilities for people with disabilities) through donations in kind and money.

The association achieves its goals (collection of donations in kind and money for the above-mentioned purposes) in particular by informing the public, by publishing flyers, operating a homepage, sending out information materials and calling for donations.

§ 4 Selfless activity

The association operates selflessly: it does not primarily pursue its own economic purposes.

§ 5 Use of funds

The association's funds may only be used for statutory purposes. The members do not receive payments from the association.

§ 6 Prohibition of preferential treatment

No person may benefit from expenses that are alien to the purpose of the corporation or from disproportionately high remuneration.

§ 7 Acquisition of membership

Individual persons can become full members of the association. Legal entities can become supporting members of the association.

The application for admission must be submitted in writing. For minors, at least one legal guardian must sign the application for admission.

The executive board decides on admission. A rejection does not require any justification.

§ 8 Termination of membership

Membership ends through resignation, exclusion, death or dissolution of the association.

The resignation takes place by means of a written declaration to a managing board member and must be declared with one month's notice at the end of the financial year.

An exclusion can only occur for important reasons. Important reasons include, in particular, behavior that damages the association's goals, the violation of statutory obligations or a payment arrears of at least one year. The executive board decides on the exclusion. The member has the right to appeal against the exclusion to the general meeting, which must be sent in writing to the board within one month. The general meeting makes the final decision within the association. The member reserves the right to review the measure by appealing to the ordinary courts. Appealing to a regular court has a suspensive effect until the court decision becomes final.

§ 9 Contributions

An annual fee is charged to members. The general meeting determines the amount of the amounts and their due date.

The general meeting can set special levies to finance special projects or to eliminate financial emergencies.

New members must pay the current annual membership fee in full within four weeks of joining.

If admission takes place after November 30th, the obligation to pay contributions for the current year can be waived.

§ 10 Governance bodies of the association

The governance bodies of the association are

- the general meeting
- the executive board

§11 General meeting

The general meeting is the highest body of the association. Their tasks include, in particular, the election of the executive board, discharge of the executive board, receipt of reports from the executive board, election of the auditors, determination of contributions and their due date, resolution on changes to the statutes, resolution on the dissolution of the association, Decisions on the admission and exclusion of members in appeal cases as well as other tasks insofar as these arise from the statutes or the law.

A regular general meeting should, if possible, take place in the first half of a financial year. The general meeting should preferably take place in person, but can also take place in an online format, especially in times of pandemics or comparable restrictions.

The executive board is obliged to call an extraordinary general meeting if at least a third of the members request this in writing, stating reasons.

The general meeting is convened by the executive board with 2 weeks' notice in writing or by email, stating the agenda. The deadline begins on the day following the sending of the invitation letter/sending date of the email. The invitation letter is deemed to have been received by the members if it was addressed to the last address given to the association.

The agenda must be supplemented if a member requests this in writing no later than one week before the scheduled date. The addition must be announced at the beginning of the meeting.

Applications for the deselection of the executive board, for changes to the statutes and for the dissolution of the association, which have not already been sent to the members with the invitation to the general meeting, can only be decided at the next general meeting.

The general meeting has a quorum regardless of the number of members present.

The general meeting is chaired by an executive board member.

Every full adult member has one vote. The right to vote can only be exercised personally or for a member upon presentation of a written power of attorney. A member may only represent one member. The power of attorney must be submitted by the start of the meeting.

In the case of votes, the simple majority of the votes cast decides.

Changes to the statutes and the dissolution of the association can only be decided with a majority of 2/3 of the members present.

Abstentions and invalid votes will not be taken into account. At the request of a person entitled to vote, every election must be held secretly.

The general meeting is responsible for decisions on the following matters:

- changes to the statutes,
- dissolution of the association,
- appointment of honorary members and the exclusion of members from the association,
- the election and dismissal of the members of the executive board,
- the receipt of the annual report and the discharge of the executive board,
- determining the admission fee and membership fees,
- appointment of committees, delegates and auditors.

Minutes must be drawn up about the resolutions of the general meeting, which must be signed by the chairman of the meeting and the secretary.

§12 Board of Directors

The executive board within the meaning of Section 26 of the German Civil Code (BGB) consists of the 1st and 2nd chairmen and the treasurer. They represent the association judicially and out of court. Two members of the executive board represent the association together.

The executive board is elected by the general meeting in person or through comparable secure electronic voting forms for a period of three years.

Only full, adult members of the association can become executive board members. Re-election is permitted.

The executive board remains in office until a new executive board is elected.

The executive board can appoint assessors. The number of assessors is not limited.

Together, the executive board and the assessors form the overall board.

The office of assessor ends with the end of the term of office of the executive board, a dismissal by the executive board or for other reasons.

When membership ends, all board membership also ends.

If a member of the Executive Board leaves early, the next general meeting will elect a replacement member for the duration of the Executive Board's term of office; The board can appoint a replacement member to the executive board until the general meeting.

The Executive Board meets as required. The meetings are called by the 1st chairman, or if he is unable to attend, by the 2nd chairman; a notice period of at least one week should be observed. The Executive Board has a quorum if at least two members of the Executive Board are present. The majority of valid votes cast decides when a resolution is passed. In the event of a tie, the vote of the 1st chairperson decides; if he/she is unable to vote, that of the 2nd chairperson decides.

The decisions of the executive board must be recorded promptly. The minutes must be signed by all participating executive board members.

The executive board is responsible for all matters of the association, in particular for

- suggestion of honorary members,
- calling and preparing the general meeting including setting up the agenda,
- the execution of resolutions of the general meeting,
- the management of the association's assets and the preparation of the annual report,
- admitting new members.

§ 13 Cash audit

The general meeting elects two auditors for a period of three years by voting in person or using comparable secure electronic voting methods.

Auditors may not be members of the overall board. Re-election is permitted.

§14 Honorary membership

The general meeting can appoint members and non-members who have made special contributions to the association as honorary members. In this case, a resolution with a simple majority is sufficient to establish honorary membership. Voting takes place at the general meeting in person or through comparable secure electronic voting methods.

Honorary membership is a pure honor. From a legal perspective, the honorary member does not become a member of the association unless the honorary member is already a member of the association. Through this honorary membership, the honorary member has no obligations or rights of a member in the association, unless the honorary member is also a member of the association.

Honorary membership is a personal right. It is not inheritable and expires with the death of the honorary member.

Since honorary membership is dependent on the member agreeing to it, the honorary member can also “give back” the honorary membership. This requires a clear declaration with the sentence: “I am giving back my honorary membership” or similar words.

In principle, the general meeting can revoke an honorary membership granted if there is an important reason. This requires the same majority that was necessary for the decision on honorary membership.

§15 Dissolution of the association

In the event of dissolution, loss of legal capacity of the association or loss of tax-privileged purposes, the entire assets of the association go to Humanitarian Aid Overath e.V., Overath, which must use them directly and exclusively for non-profit, charitable and church purposes.

§ 16 Notarization

The above wording of the statutes corresponds literally to the resolution of the general meeting of September 12, 2023.

The above statutes come into force on the day of the resolution of the general meeting.

Bergisch Gladbach, September 12, 2023