

English version is just for translation purpose!

Peace's Hope

Articles of Association

§ 1 Name and registered office

1. The registered name of the non-profit organization is Peace's Hope e.V. ("PH"). It is to be registered in the register of associations and then carries the addition e.V.
2. The residence of PH is in Düsseldorf.

§ 2 Fiscal year

1. The fiscal year of PH is the calendar year.

§ 3 Purpose and scope

1. The purpose of PH is the promotion of civic engagement in favor of charitable and ecclesiastical purposes. Following the ideals of PH, the aim of PH is to support underprivileged children, young people and adults in mainly developing countries. The purpose of PH is achieved by pursuing the following tasks:
 - a. Collect and spread information to deepen the understanding of the social and economic context in developing countries. Strengthen social responsibility and readiness to help people from developing countries. Organize informational events, distribute brochures, and maintain web presence.
 - b. To improve the living conditions for the population and vulnerable groups by providing financial support and construction of:
 - home and day-care centers,
 - school buildings,
 - social and health facilities
 - rehabilitation centers,
 - own water supply facilities,
 - purchase and maintenance of livestock.
 - c. Develop and implement aid projects for street children and children with disabilities, socially weak, sick children and young people.
 - d. Support institutions for orphans and social welfare, disabled children, young people and their families. Train hygienic standards, personal care and health risks at home and day

- care centers, open social facilities and rehabilitation centers. Support training of teachers and medical personnel.

e. To help people in need (for example victims of wars, hunger and natural catastrophes) to provide food, produce and other relief goods to people in need, especially in developing countries, through the collection of funds and donations, and the organization of transport and distribution.

2. PH shall exclusively and directly pursue non-profit purposes per the "Tax Beneficiaries" section of the German Tax Rules.
3. PH is a non-profit organization, it does not pursue economic purposes.
4. Funds of PH may only be used for the above purposes. The members do not receive any profit and in their capacity as members also no other donations from PH's funds. They may also not receive any other benefits financially or in kind.
5. In the event of the dissolution of PH or in the event of the abolition of its present purpose, the assets of PH shall be transferred to the Fritz Henkel Foundation in Düsseldorf, which shall use it directly and exclusively for charitable purposes per the tax law. Decisions on the future use of the assets may only be executed after the approval of the tax authorities.
6. All Management Board Members (defined hereunder) are active without receiving financial benefits.

§ 4 Acquisition of membership

1. Member of PH can be any natural person. Applications for admission to PH must be made in writing with the name, date of birth and the address of the applicant, as well as his/her signature, in the case of minors with the consent of the legal guardian. The Management Board decides on the application.
2. In case of rejection by the Management Board, the applicant may file a dispute. The dispute must be submitted in writing to the Management Board within one month of receipt of the rejection. The General Meeting (defined hereunder) decides on the appeal.
3. The members of PH are divided into:
 - a. Adult members
 - b. Minor members
4. Each member receives a membership card and proof of membership. This card must be presented at club events. The identity card remains the property of PH and is not transferable.

§ 5 Termination of membership

1. Membership ends:
 - a. With the death of the member
 - b. By voluntary withdrawal
 - c. Deletion from the list of members
 - d. By exclusion of the member from PH

- e. By dissolution of PH (see § 13)
- 2. Voluntary resignation shall be communicated by means of a written notice to a member of the Management Board. It shall become effective the earliest at the end of a calendar year subject to a notice period of 3 months.
- 3. A member may be dismissed by a resolution of the Management Board, if he/she is behind the payment of the contribution despite a three-time reminder. The dismissal shall become effective after three months have passed after the sending of the third reminder and the contributions are not settled. The deletion shall be communicated to the member in writing.
- 4. If a member has violated the purpose of PH, he may be excluded from PH by a decision of the Management Board. Reasons for exclusion are:
 - a. If the member has clearly violated the obligations laid down in the Articles of the Association.
 - b. In case of harm to PH.
- 5. Prior to the decision on the exclusion, the member shall be given the opportunity to justify himself personally or in writing to the Management Board, giving a period of four weeks. A written statement of the person concerned is to be read at the Board meeting. The decision on the exclusion shall be accompanied by reasons and shall be communicated to the member by registered letter. The member is entitled to appeal to the General Meeting against the decision of the Management Board. The appeal has suspensory effect. The appeal must be submitted in writing to the Management Board within one month after receipt of the exclusion decision. If the appeal has been filed in time, the Management Board shall convene the Annual General Meeting within two months to decide on the appeal. If this is not done, the exclusion decision shall be deemed not to have been effective. If the Member does not make use of the right to appeal or fails to meet the period of appeal, the member shall be subject to the exclusion order with the result that membership shall be terminated.

§ 6 Membership contributions

- 1. Members must pay contributions. The amount of contributions and their due date is determined by the General Meeting.
- 2. Minor members pay 50% of the contribution of an adult member. At the age of 18, the full contribution will be made from the following fiscal year, unless membership is terminated at the end of the year with a three-months term.
- 3. Contributions shall be payable by means of bank transfer. Exceptions to this rule may be laid down in the Rules of Contribution.
- 4. All other regulations are governed by the Rules of Contribution which are not part of the Articles of Incorporation.

§ 7 Organs and structure of PH

- 1. The organs of PH are:
 - a. Annual General Meeting ("AGM")

- b. The Management Board
 - c. The Extended Board
2. PH can be divided into divisions to group certain stakeholders or for organizational simplification.

§ 8 Annual General Meeting

1. In the Annual General Meeting, every adult member has one vote.
2. The Annual General Meeting is responsible for the following tasks. The Annual General Meeting may make recommendations to the Management Board in matters falling within the competence of the Management Board.
 - a. Approval of the Income statement to be presented by the Management Board for the past year, acceptance of the annual report of the Management Board, discharge of the Management Board, acceptance of the budget for the next financial year.
 - b. Approval of the contribution schedule.
 - c. Election and dismissal of the members of the Management Board.
 - d. Resolution on the amendment of the Articles of Charity and on the dissolution of PH.
 - e. Choice of an auditor.
3. The Annual General Meeting takes place every year before 31st August. The Management Board may at any time invoke an extraordinary Annual General Meeting. It must convene such a meeting if at least one third of the members request this in written form and state the reason.
4. The Annual General Meeting must be announced by the Management Board by letter or e-mail, at least two weeks before the date of the meeting. The period begins with the day following the sending of the invitation letter. The invitation letter shall be deemed to have been sent to the Member if it is addressed to the last address specified by the member of PH in writing. The agenda shall be determined by the Management Board. It must contain at least the following points:
 - a. Business and cash reports
 - b. Report of the auditor
 - c. Exoneration of the Management Board
 - d. Elections (in the case of supplementary elections or at the end of the election period)
 - e. Budget and adoption of the contribution plan
 - f. Other
5. In the case of amendments to the Articles of Association provided for by the Management Board, the new provisions to be amended, together with the agenda, must be disclosed in their new wording. Applications submitted by members can only be considered if they have been received by the Management Board at least three days before the date of the meeting in writing, stating the reasons. The Annual General Meeting decides on motions to supplement the agenda, which will only be presented in the Annual General Meeting. A majority of three quarters of the valid votes cast is required to commence the application.

6. The Annual General Meeting shall be chaired by the Chairman of PH and, if not available, by the Vice- Chairman. The chairman may transfer chair responsibilities to another member.
6. The Annual General Meeting is not public. The chairman may allow guests and in special cases allow them to speak. There is no voting right for guests
7. The duly convened Annual General Meeting shall be in quorum without regard to the number of the members present. The Annual General Meeting passes decisions by a simple majority of the valid votes casted. Abstentions are not considered. However, a majority of three quarters of the valid votes cast is required to amend the Articles of Charity. Amendments to the Articles affecting the dissolution of PH and the dissolution of PH shall require a majority of four-fifths of the valid votes casted, but at least two-thirds of all voting members of PH. In this case, the written consent of members not present at the meeting is allowed. The written consent must be given at the latest four weeks after the meeting.
8. Decisions made by the Annual General Meeting need to be summarized in written form and signed by the chairman, the secretary and the Management Board. The summary shall contain the following statements:
- a. Place and time of the meeting
 - b. The names of the chairman and the secretary
 - c. The number of attending members
 - d. The agenda
 - e. The individual voting results and the type of voting
 - f. The exact wording shall be indicated in the case of amendments to the statutes

§ 9 The Management Board

1. The Management Board of PH per § 26 BGB consists of:
- a. The Chairman
 - b. The vice-chairman
2. The extended Management Board includes:
- a. The Treasurer
 - b. The secretary
3. PH is represented as follows: PH is represented in court and out of court by the chairman and the vice-chairman. Each of them represents PH individually.

§ 10 Term of office of the Management Board

1. The Management Board and the other offices are elected by the Annual General Meeting for a period of four years from the date of the election. However, he remains in office until the new election of the Management Board. Re-election is permitted. Each board member must be selected individually by raising hand. At the request of a third of the members, anonymous voting can be held. Only adult members of PH are eligible to be elected.

2. If a member of the Management Board leaves PH, the Management Board shall remain in quorum until the next Annual General Meeting if at least one member of the Management Board is still in office. The Management Board may also elect a substitute member for the remaining term of office for the member that has left PH.

§ 11 Jurisdiction and decision-making by the Management Board

1. The Management Board shall manage PH in accordance with the Articles of Association. It is responsible for all matters of PH, if these matters are not assigned to another governing body by statutes. To carry out its tasks, the Management Board may issue rules of procedure which the members of PH can access. The tasks of the Management Board are as follows:
 - a. Preparation of the Annual General Meeting and the agenda
 - b. Summoning of the Annual General Meeting
 - c. Accounting, budgeting, preparation of the income statement and the annual report
 - d. Decision on the admission, removal and exclusion of members
 - e. Charity administration and charity policy
 - f. Administration of the funds
2. The Management Board generally takes its decisions in board meetings, which are convened by the chairman in writing, by telephone or verbally. A deadline of two days should be respected, with an agenda to be given if possible. The Management Board is in quorum if the chairman and the deputy chairperson are present. To make decisions the majority of the valid votes is considered. In the event of a tie, an application shall be deemed rejected.

§ 12 Audit

1. At the end of the financial year, an audit check must be carried out.
2. The audit shall be carried out by an auditor who is not a member of the Management Board or the extended Management Board.
3. The auditor shall be elected by the Annual General Meeting for a period of two financial years. Re-election is permitted.

§ 13 Dissolution of PH

1. The dissolution of PH may be decided only in an extraordinary meeting convened for this purpose and with the majority of votes as specified in § 8 (8). Unless the Management Board decides otherwise, the Chairman and the Vice-Chairman shall be jointly authorized administrators. These rules shall also apply if PH is dissolved for another reason and loses its legal status.
2. In the event of the insolvency proceedings being opened, the Management Board may decide, with the majority of votes as set out in § 8 (8), that PH shall continue as a non-legally binding charity. The Management Board may also, under the same conditions, decide to continue PH as a legally binding charity.

§ 14 Data protection

1. Within the framework of the member administration, the following data can be (among other) collected from the members:
 - a. First and Last Name
 - b. Date of birth
 - c. Address
 - d. E-mail address, if available
2. PH publishes the data of its members internally as well as externally only after appropriate decisions of the Management Board and does not publish the data from members who have objected to a publication.

§ 15 Final provisions

1. The Chairman is authorized to amend individual provisions of the Articles of Association in accordance with the requirements of the Registrar's Office or the Tax Office. The amendments shall be presented and confirmed at the next Annual General Meeting.
2. The Articles of Association shall be handed over to the members. The simple majority of the members' presence is sufficient to accept the Articles of Association.