

# **Constitution of the Association Gambian Bridge e.V.**

## **§ 1 Name and Seat**

1. The name of the association shall be "Gambian Bridge e.V."
2. The Association is registered in the Register of Associations of the Potsdam Local Court under the number VR 6758 FF.
3. The association has its seat in Kienitz / Oderbruch.

## **§ 2 Purpose and non-profit status**

1. The association exclusively and directly pursues non-profit and charitable purposes within the meaning of the section "Tax-privileged purposes" of the German Tax Code. The association is selflessly active and does not primarily pursue its own economic purposes.
2. The purpose of the association is the promotion of charitable purposes, the promotion and development of education and help for self-help for people in West Africa.
3. The purpose of the statutes is realised in particular by:
  - \*Support of projects for the care, education and promotion of pre-school and school-age children;
  - \*Supporting local kindergartens or schools and associated facilities such as learning cabinets, libraries, playgrounds or school gardens, including by assisting with structural completion, equipment and ongoing operations, as well as promoting sustainable development and helping people to help themselves through knowledge transfer and educational opportunities focusing on sustainability and health;
  - \*Promoting pre-school and school education for children and young people, including through financial and material support for socially weak or needy families of supported children and young people, including through contributions to school fees;
  - \*Collaboration with and support of other institutions and organisations with comparable charitable objectives.
4. The Association's funds may only be used for the purposes set out in the Articles of Association. Members shall not receive any benefits from the Association's funds, with the exception of the reimbursement of necessary and proven expenses.
5. No person may be favoured by expenses that are alien to the purpose of the association or by disproportionately high remuneration.

## **§ 3 Membership**

1. Any natural or legal person interested in the realisation of the objectives of the Association may become a member.
2. The application for admission to the Association shall be submitted in writing to the Executive Committee, which shall decide on the admission. With the admission, the member accepts the statutes of the association.
3. Membership is terminated by:
  - a) Resignation, which must be declared in writing to the Executive Board with a notice period of one month to the end of the year;

- b) Exclusion for important reasons by decision of the board, in particular in the case of persistent delay in payment of the association fees or serious behaviour detrimental to the association;
  - c) death of the natural person or dissolution of the legal entity.
4. On leaving the Association, a member shall have no claim in respect of the assets of the Association.

#### **§ 4 Honorary membership**

1. Persons who have rendered outstanding services to the Association may be appointed honorary members by the General Assembly.
2. Honorary membership is non-contributory.
3. Honorary members shall enjoy the full rights of ordinary members.

#### **§ 5 Rights and duties of the members**

1. Members support the association in its goals.
2. The members shall pay the fixed membership fees.
3. Members of the Association may be reimbursed for reasonable expenses provided that the activities are wholly or mainly in the interests of the work of the Association and the reimbursement is confirmed in writing by the Executive Committee prior to the commencement of the trip. In the case of travel expenses, reimbursement shall be limited to the actual cost of accommodation and 2/3 of the cost of travel. Instead of the reimbursement of travel expenses, the member may be issued a certificate for a donation in the same amount.

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#### **§ 6 Contributions**

1. Each member pays an annual membership fee of € 60.00, which is due on 1 March of each year.
2. In special cases, the Executive Board may decide to reduce or defer the fee or to waive the fee altogether.

#### **§ 7 Organs of the Association**

The organs of the association are:

- a) the General Assembly and
- b) the Executive Board.

The President shall chair the Executive Board.

## **§ 8 General Assembly**

1. The ordinary general meeting shall be held annually.
2. The General Meeting shall decide on all matters of importance to the Association, in particular on:
  - a) the appointment and dismissal of members of the Executive Board,
  - b) the discharge of the Executive Board,
  - c) the expulsion of a member,
  - d) the cash audit and approval of the annual accounts,
  - e) the amendment of the Statutes,
  - f) the dissolution of the Association.
3. The General Assembly shall be chaired by a member of the Executive Board.
4. The General Assembly shall constitute a quorum without verification if four members are present. If a member requests that a quorum be established, at least  $\frac{1}{4}$  of all members must be present on the day the invitation is sent out.
5. Each member shall have one vote in the General Assembly. Resolutions shall be decided by a relative majority of the votes cast; in the event of a tie, the Chairperson shall have the casting vote. A member who is personally affected by a resolution may not participate in this vote.
6. Voting in elections may be open. At the request of at least one member, the election shall be by secret ballot. The discharge of the entire Executive Board may be effected by joint resolution.
7. Resolutions amending the Statutes, including the dissolution of the Association, shall require a majority of three quarters of the votes. For amendments to the statutes, for the purpose of recognition of non-profit status and entry of the association in the register of associations, a unanimous resolution of the Executive Board shall suffice, which shall be confirmed by resolution of the general meeting within six months.
8. The general meeting may adopt rules of procedure for itself as well as for the executive committee by an absolute majority.
9. The Executive Committee shall convene the General Assembly by written invitation to all members. The invitation may be sent to the last e-mail address communicated to the Executive Board. It must be sent at least two weeks before the meeting, enclosing the agenda, the proposed resolutions and the supplementary documents required for understanding. The General Assembly shall adopt the agenda; proposals for amendments may be communicated to the Executive Board until the beginning of the General Assembly. Proposed resolutions to amend the Statutes or dissolve the Association shall be sent with the invitation.
10. Minutes shall be taken of the proceedings of the meeting and shall be signed by the chairperson of the meeting and another member of the Executive Board.

## **§ 9 Executive Board**

1. The Executive Board shall conduct the business of the Association. The Association shall be represented by the President and one other member of the Board. The Board shall consist of three persons for each of the following functions:
  - a) President

- b) Vice-President
- c) Treasurer
- 2. The members of the Board shall always be guided in their actions by the objectives of the Association, and in particular shall comply with resolutions of the General Assembly and the Board.
- 3. Every member of the Association is eligible for election to the Board. The Board shall be elected by the General Assembly for a period of 2 years. Re-election is permitted.
- 4. The members of the Executive Board shall remain in office until new elections are held or they personally resign. In the event of premature resignation of a Board member, a successor may be appointed for the remainder of his or her term of office by resolution of the Board.
- 5. The Executive Committee shall decide by simple majority. Minutes shall be taken of the meetings of the Executive Board and signed by those present. The invitation shall be sent out (also by e-mail), stating the agenda and giving one week's notice, by the President or, if he/she is unable to attend, by the Vice-President. Two thirds of the members of the Executive Committee shall constitute a quorum. In the event of a tie, the President shall have the casting vote. Circular resolutions shall be adopted in writing.
- 6. The Executive Committee may make provisional decisions on matters which are reserved for the General Assembly but which cannot be postponed in the interest of the Association. Such decisions shall be decided by the general meeting as soon as possible.

#### **§ 10 Cash audit and annual accounts**

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- 1. The financial year shall be the calendar year.
- 2. The Executive Board is obliged to submit the annual accounts for the previous year to the General Meeting for approval by 1 April each year.
- 3. For the audit of the annual accounts in the financial year, the Executive Committee shall appoint a person who is not a member of the Executive Committee (cash auditor).
- 4. The auditor shall recommend or advise the general meeting to accept the annual accounts. The Executive Committee shall be given the opportunity to comment on and amend the accounts beforehand.

## **§ 11 Dissolution**

1. The dissolution of the Association shall be decided by a General Assembly convened exclusively for this purpose. The resolution to dissolve the Association shall require the approval of three quarters of the members present. The General Assembly shall also decide on the use of the remaining assets of the Association. It shall be used directly and exclusively for non-profit or charitable purposes.
2. The general meeting shall appoint the liquidator by simple resolution. If the general meeting has not decided on the assets of the association, the liquidator shall decide.

Adopted by the General Assembly on 12 June 2020.

Amended by resolution of the Executive Board dated 27.09.2020