

Certified Translation from German into English

Statutes

(decided upon by the Member Meeting dated July 01./02, 2011 in Stuttgart.)

Internationaler Bund (IB)

Freier Träger der Jugend-, Sozial- und Bildungsarbeit e.V.

(Independent Organisation of Youth and Social Work, Education and Vocational Training, registered association)

§ 1 Name and domicile

- (1) The association has the name "Internationaler Bund (IB) Freier Träger der Jugend-, Sozial- und Bildungsarbeit e.V." (Independent Organisation of Youth and Social Work, Education and Vocational Training, registered association).
- (2) The domicile of the IB is Frankfurt am Main; there, it is registered in the Register of Associations.

§ 2 Objectives and purpose

- (1) Following the will of its founders and members, the IB is committed to non-party and non-denominational activities within the sense of international partnership. It is ideally and co-operatively linked with the German Red Cross.
- (2) The purpose of the IB is the furtherance of education, general and vocational training including student support, young and old people's welfare, charity, international attitude, tolerance in all fields of culture and the idea of understanding between the peoples.
- (3) The objective of the IB consists in helping human beings to develop in liberty, to design their own lives by themselves, to integrate themselves into society, to take over personal responsibility and to actively shape the society's development. The IB will develop the awareness for social service towards both individual and society and it will further and realise international understanding and co-operation.
- (4) The purpose of these statutes will especially be realised by means of centres and facilities for Germans and foreigners within the scope of educational measures accompanying school, training and employment, early childhood, scholastic, professional and civic education, as well as in the fields of social services, leisure time activities and international encounter, the furtherance of language and professional training, health welfare, social counselling and care.

§ 3 Non-profit making purpose

- (1) The IB exclusively and directly pursues non-profit making purposes within the sense of the section "tax-privileged purposes" of the German Tax Code. The IB is working in an altruistic manner; it does not pursue economic purposes as a primary concern.
- (2) Funds of the IB may only be used for purposes complying with the statutes. The members of the IB will not receive as such any contributions from the funds of the organisation.
- (3) No person may be favoured by expenses extraneous to the purpose of the organisation, or by disproportionately high remunerations.

§ 4 Membership

- (1) A member may be any natural person or legal entity, who or which acknowledges the principles of the IB, affirms its objectives and furthers their achievement.
- (2) Membership will expire in case of resignation, death and exclusion for infringement of membership or inter-company duties or the statutes.
- (3) On the basis of a membership code to be adopted by the Presidium, the Chairman and the Vice-Chairman will decide upon admission and exclusion. Any member can make an application to the Presidium for exclusion. The resolution of the Chairman will be appealed against within a four weeks period. The final decision lies with the Presidium. In this respect, the authority of the Executive Board is limited.

§ 5 Bodies

- (1) The bodies of the IB are the Member Meeting, the Presidium and the Executive Board as the legal representative.

§ 6 Member Meeting

- (1) The Member Meeting includes all members, in case of legal entities their authorised representatives.
- (2) Each member has one vote.
- (3) The regular Member Meeting shall assemble once in the course of 24 months. Within a period of time of 21 days, the Chairman shall convene the Member Meeting in writing by communicating the agenda. Place and time of the Member Meeting have to be announced to the members six weeks before the assembly will take place.

- (4) Extraordinary Member Meetings will be convened upon resolution of the Presidium or immediately by the Chairman upon the substantiated request submitted in writing at least by one fifth of the members.
- (5) Resolutions of the Member Meeting require the simple majority. Modifications of the statutes require a majority of two thirds of the valid votes. Abstentions from voting will not be counted when calculating the majority.
- (6) The Member Meeting decides upon the objectives, tasks and structure of the association. It decides upon the annual accounts, the discharge of the Presidium and the membership contributions.
- (7) The Member Meeting elects the Chairman, 3 Vice-Chairmen and at least 7, however, not more than 13 further members of the Presidium for a period of two years. Full-time employees are not eligible. The Presidium remains in duty until a new election has taken place.
- (8) The Member Meeting decides upon its by-laws.
- (9) Minutes have to be taken of each Member Meeting. The minutes will be signed by the Chairman and by a member present at the entire Member Meeting.

§ 7 Presidium

- (1) The Presidium consists of the Chairman, 3 Vice-Chairmen and up to 18 further members. The Presidium serves in an honorary capacity.
- (2) By means of co-optation, the Presidium may have up to five Presidium seats provided for in section 1. Here, the majority of two thirds of the members of the Presidium is required. A written vote is admissible.
- (3) In between of two Member Meetings, the Presidium is the representative body of the Member Meeting.
- (4) The Presidium appoints the Chairman of the Executive Board, a Vice-Chairman and up to 3 further members of the Executive Board for a period of up to 5 years.
- (5) Tasks of the Presidium are as follows:
 - Determination of the by-laws of the Presidium as well as the consent of the by-laws and the organisation chart of the Executive Board,
 - Determination of the skeleton directives for the work of the Executive Board,
 - Control of the Executive Board,
 - Discharge of the Executive Board,
 - Determination of the structure of the organisation,

- Approval of the annual budget and the preparation of the annual balances for submission on occasion of the Member Meeting.
- (6) At any time, the Presidium is entitled to ask for information from the Executive Board necessary for the fulfilment of its tasks.
- (7) The Presidium is competent to make a decision if at least one third of its members are present. Resolutions of the Presidium require the simple majority. In case of parity of votes, the vote of the Chairman will be decisive.
- (8) The Presidium has to be convened by the Chairman as occasion may require or upon request of at least one third of its members. The invitation has to occur in writing, the agenda has to be given and a term of two weeks must be observed.

§ 8 Executive Board

- (1) The members of the Executive Board lead the business activities. They report to the Presidium in due time and comprehensively and inform about their planning. They work on a full-time basis.
- (2) The members of the Executive Board are given an adequate remuneration; details will be determined within the frame of employment contracts.
- (3) The Executive Board determines its tasks in an organisation chart. It requires the consent of the Presidium.
- (4) The Executive Board is competent to make a decision if at least half of its members are present. Resolutions of the Executive Board require the majority of the votes. In case of parity of votes, the vote of the Chairman will be decisive.
- (5) The Chairman resp. the Chairmen of the Executive Board or the Vice-Chairman resp. the Vice-Chairmen and one further member of the Executive Board at a time jointly represent the organisation according to the sense of § 26 BGB (German Civil Code).

§ 9 Advisory Board

- (1) An Advisory Board will be built for Presidium consultancy. It consists of six full-time colleagues, who, at the same time, are members of the IB, but not of the shop committee.
- (2) The Member Meeting will elect the members of the Advisory Board. They are in office as long as the Presidium.
- (3) Disposing of a deliberative voice, the members of the Advisory Board principally take place in the meetings of the Presidium. Presidium

consultancies without participation of the Advisory Board are admissible with the Advisory Board's consent and under exceptional, well-founded reasons.

§ 10 Counselling Committees

- (1) For the furtherance of the IB's work, Counselling Committees will be built. Their constitution, appellate procedure, assignment of duties and rights to collaboration will be ruled by the Presidium.
- (2) The federal Counselling Committee consists of personalities supporting and promoting the work of the organisation on a federal level. It makes recommendations to the Presidium and upon the Presidium's request; it gives counsel on important issues. The members are called by the Presidium for a period of 2 terms of office of the Presidium. Another appointment is possible. Appointments during the period of appointment are admissible. The Presidium appoints the Chairman from among the Counselling Committee. The Chairman reports to the Presidium on the work of the Counselling Committee. The Chairman may participate in the meetings of the Presidium and disposes of a voting power.

§ 11 Business year

The business year is the calendar year.

§ 12 Liquidation of the organisation

- (1) The liquidation of the organisation requires a resolution of the Member Meeting having a majority of three quarters of the votes cast.
- (2) Upon the liquidation or the cancellation of the IB or in case, the tax-privileged purposes should no longer exist, the property of the organisation will pass to the German Red Cross or a legal person of the public law or to another tax-privileged corporation in order to be used for the furtherance of the purposes mentioned in § 2, section 2 of these statutes. The party entitled to the accession to the estate is obliged to use the property immediately and exclusively for non-profit making purposes.

§ 13 Interim provisions

These statutes replace the previous statutes of the IB dated October 2, 1976, modified for the last time on May 30, 2001.

This is to certify the conformity of the English translation with the German first document.

Niddatal, this October 23, 2011



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BDU

