



## **Statutes**

### **HANNS-SEIDEL-STIFTUNG e.V.**

(Hanns Seidel Foundation, registered association)

### **Certified translation from German into English**

#### **§ 1 Name, Registered Office, Fiscal Year**

The Association is called Hanns-Seidel-Stiftung e.V.  
The registered office of the Association is in Munich.  
The fiscal year corresponds to the calendar year.

#### **§ 2 Purpose of the Association**

Hanns-Seidel-Stiftung e.V. shall pursue exclusively and directly non-profit purposes within the meaning of the “Tax-privileged purposes” section of the German Fiscal Code.

The purposes of the Association are:

- a) the promotion of democratic and civic education of the German people based on Christian principles,
- b) the promotion of education, national and professional education including students’ aid, in particular by providing access to scientific education for gifted persons of qualified character,
- c) the promotion of science, in particular by means of scientific inquiry and research,
- d) the promotion of an international way of thinking and understanding as well as European unification, in particular by inviting foreign groups and providing support for travel abroad,
- e) the promotion of cultural objectives, in particular the promotion of the preservation of monuments,
- f) the promotion of aid and assistance to developing nations.

The statutory purposes shall also in particular be fulfilled by the maintenance and operation of:

- an Academy for Politics and Current Affairs,
- an Institute for International Cooperation.
- an Institute for Political Education,
- an Institute for Scholarship Programmes for Gifted Persons,

The Association shall carry out non-profit activities and shall not primarily pursue goals serving its own economic interests.

### **§ 3 Membership**

Natural and legal persons may become members of the Association. The managing committee shall decide on the application for admission to the Association. The number of members shall be limited to 40.

Membership shall terminate four years after admission. In the absence of any declaration to the contrary by the Managing Committee, it shall be extended for an additional four years.

Withdrawal from the Association may only take place at the end of the calendar year.

### **§ 4 Loss of Membership**

A member may be expelled from the Association by the general assembly by majority vote for an important reason if so petitioned by the Managing Committee. The member concerned shall be heard before the resolution is adopted.

### **§ 5 Governing institutions of the Association**

The governing institutions of the Association shall be the General Assembly and the Managing Committee.

### **§ 6 The Managing Committee**

The Managing Committee shall be elected by the General Assembly for a period of four years. It shall consist of the president, two vice-presidents, the treasurer, the secretary and at least three members. The members are to represent the various institutions of the Association on the Managing Committee. The president, the two vice-presidents, the treasurer and the secretary make up the Select Board. The president and the two vice-presidents may agree on domains of responsibility. This shall not affect the right of representation (§ 9). The term of the Managing Committee shall terminate on the election of a new Managing Committee. In the event that a member of the Managing Committee resigns

prematurely, an additional election may be held. The results of this election shall apply for the remaining term of the Managing Committee.

The Managing Committee shall be deemed to constitute a quorum if at least four of its members are present. It shall adopt resolutions by majority vote of the members present. In the event of a tie vote, the president shall cast the deciding vote.

The Managing Committee shall conduct the affairs of the Association and shall administrate its assets. The Managing Committee shall be responsible for all tasks unless such are assigned to the General Assembly under the Statutes.

The Managing Committee may appoint a manager to conduct the day-to-day business.

The Managing Committee may grant the president an appropriate flat-rate expense allowance.

## **§ 7 General Assembly**

A regular General Assembly shall be held at least once a year.

An extraordinary General Assembly may be convened by the Managing Committee if the affairs of the Association so require. It must be convened if so requested by one-third of the members.

The General Assembly shall be convened in writing by the president or by one of his vice-presidents (§9) at least three weeks in advance; the agenda shall be provided thereby as well.

The General Assembly shall be deemed to constitute a quorum if at least one-third of the members are present. If an assembly does not have a quorum, a new meeting shall be convened within four weeks with the same agenda and it shall then be deemed to constitute a quorum irrespective of the number of members present.

Resolutions by the General Assembly shall be recorded in the minutes; the minutes shall be signed by one member of the Managing Committee and one additional member.

## **§ 8 Tasks and duties of the General Assembly**

The General Assembly shall in particular have the following tasks and duties:

1. acceptance and approval of the business report and the treasurer's report,
2. formal approval of the Managing Committee,
3. election of the Managing Committee and the auditor.

## **§ 9 Representation of the Association**

The president and the two vice-presidents shall each represent the Association acting alone (Managing Committee as set out in § 26 German Civil Code (BGB)).

Internally, the vice-presidents shall only make use of the power of representation if the president is prevented from acting. No evidence must be produced that the president is prevented from acting.

If a manager is appointed he shall have power of representation in dealing with the day-to-day business.

## **§ 10 Raising of Funds**

The members of the Association shall pay contributions as they see fit. The contributions do not have to be paid in money. The funds for the Association's purposes are to be raised by voluntary contributions and grants.

The Association shall set up a group of patrons in which persons may become members who approve of and sponsor the Association's purposes. The Managing Committee of the Association shall vest the group of patrons with statutes that also stipulate the procedure for the commencement and termination of membership in such group of patrons.

The funds raised by the group of patrons shall accrue to the Association directly from the patrons for the performance of its tasks in conformity with its Statutes.

## **§ 11 Guarantee of non-profit-making status**

The funds of the Association may be used exclusively for purposes in conformity with the Statutes. The members shall not receive any remuneration out of the funds of the Association.

Nobody shall be allowed to benefit from expenditures which are not in line with the Association's purposes or from disproportionately high remuneration.

Upon the dissolution or termination of the Association or lapse of its present purposes, the assets of the Association remaining after liabilities shall accrue in equal shares to *Deutscher Caritasverband* (German association of Roman Catholic charitable organisations) and *Diakonisches Werk-Innere Mission und Hilfswerk der Evangelischen Kirche in Deutschland* (German association of Protestant charitable organisations) and must be used directly and exclusively for non-profit, charitable or church-related purposes. The archive shall be left to the *Bayerisches Hauptstaatsarchiv* (Bavarian State Archives).

Prior to their coming into effect, resolutions amending the Statutes of the Association under § 2 as well as resolutions concerning the future application of

its assets shall be submitted for approval to the finance authorities in charge so that the Association's non-profit-making status for tax purposes is not jeopardised.

**§12 Accounting and Auditing**

The Managing Committee shall prepare the annual accounts and the annual report for the preceding fiscal year in the first quarter of a fiscal year.

The annual accounts shall be audited by an expert.

**§ 13 Amendment of Statutes and Dissolution of Association**

The amendment of the present Statutes including § 2 and the dissolution of the Association shall require resolutions to such effect adopted by a three-quarters majority of the General Assembly.

**§ 14** In all other respects the terms and provisions of §§ 27 par. 2 and 3, 28, 32 par.1 and 2 and 33 German Civil Code (BGB) shall apply.

These Statutes amend the Statutes of 18 November 1968 so as to comply with the rules and provisions of the revised German Fiscal Code and have been adopted with final effect on 1 December 1978 by the General Assembly:

§§ 3, 6, and 11 have been amended by resolution of the General Assembly of 11 January 1982.

§§ 1, 2, and 11 have been amended by resolution of the General Assembly of 15 February 1985.

§ 3 has been amended by resolution of the General Assembly of 18 March 1991.

§§ 3 and 11 have been amended by resolution of the General Assembly of 17 December 1993

§§ 6, 7, and 9 have been amended by resolution of the General Assembly of 11 February 2004

§§ 2, 6, and 9 have been amended by resolution of the General Assembly of 4 February 2005

§§ 2 and 6 have been amended by resolution of the General Assembly of 19 April 2010.

This is to certify that the above copy is identical with the document submitted to me on the present day.

Munich, 21 October 2013

(signature)

Uhlig, Notary Public