

Constitution

§ 1 Name and seat

- (1) The society has the name "Glocal LifeLearn". The society shall be entered into the register of associations, the official list of non-profit organizations.

The society carries after registration the ending "eingetragener Verein (registered society)" with the abbreviation of "e.V."

- (2) Glocal LifeLearn has its seat in Müllenberg 5a, 51515 Kürten, Germany.
- (3) The business year corresponds to the calendar year.

§ 2 Purpose of the society

- (1) The society follows exclusively and directly charitable purposes in the sense of the paragraph "tax-privileged purposes" of the German fiscal code.
- (2) The association Glocal LifeLearn e.V. supports through educational and development initiatives needy people of every age whose existence is threatened by poverty. The support is aimed at individuals as well as at associations, organizations or groups who have compatible objectives as Glocal LifeLearn e.V. and are also recognized as charitable in the sense of § 52 of the German tax code (Abgabenordnung). The support is independent from nationality, sex, social status or religion and can be located geographically abroad or in Germany.

The purpose is realized in particular through financial, material and mental support of initiatives having education and knowledge transfer as a main objective. This happens through educational seminars, workshops or conferences giving attention to social topics such as education, international understanding, environment or human rights. Additionally the purpose of the society is to undertake humanitarian projects in developing countries and emerging nations for example the construction of a youth training centre in Southern Africa, the establishment of a sponsorship program for Ugandan children or gender projects transferring knowledge about woman rights in rural areas of Central Asia. The purpose is also undertake social projects in developed countries like Germany for example establishing a support program for children of disadvantaged families that creates better job changes. Glocal LifeLearn e.V. sees education as an important component to fight against poverty.

- (3) The society shall pursue only charitable objectives. The society shall be a non-profit organization.
- (4) Organizational resources can only be applied towards realizing the objectives as set out in this constitution. Its members shall not receive any financial contributions from the society's resources. All membership dues and income of the organization shall only be used for achieving the society's objectives.
- (5) Nobody shall benefit from expenses not related to the organizational objectives or inappropriately high payments.

§ 3 Membership

- (1) Any natural and juristic person under public and private law can become a member of the society. Young persons under the age of 18 need permission of legal representatives.
- (2) The Governing Board decides on the written declaration of accession. The membership is acquired through receiving a confirmation of membership. If the confirmation of membership is

denied the governing board is not obligated to inform the applicant about the reasons. The governing board can furthermore appoint honorary members.

- (3) The membership shall be cancelled
 - a. Through death of a member.
 - b. Through a notice of resignation addressed to the Governing Board. This is only possible at the end of the calendar year when the period of cancelation of 4 weeks is taken into account.
 - c. Through expulsion from the society.
 - d. Through the lost of the legal capacity of a juristic person.
- (4) A member who has heavily violated against the society's interests can be excluded from the society by the Governing Board. The decision about the expulsion has to be submitted in a written form to the affected member. He can appeal in written form to the governing board against the decision within the period of one month after having received the notice. The General Assembly decides about the appeal. If the affected member does not use its right to appeal within the period then he accepts the decision of expulsion.
- (5) A member who has not paid the membership fee by settlement date and did not do so within a period of 30 days after having received a written demand from the Governing Board can be excluded with no argument by the Governing Board from the society.

§ 4 Organizational structure of the society

The organization has the following bodies:

- a. The Governing Board
- b. The General Assembly of members.

§ 5 Governing board

- (1) The governing board consists of:
 - a. The President
 - b. The Vice-president
 - c. The TreasurerEvery member of the Governing Board is authorized to represent the society commonly.
- (2) The Governing Board shall be elected by the membership for a term of two years.
 - a. Every member of the Governing Board is elected in a separate election.
 - b. 50 percent of the members who are entitled to vote have to vote so that the election is valid.
 - c. A Board member needs an absolute majority of the relative majority of the votes cast.
 - d. A reelection is possible, also several times. The Governing Board remains in office until a reelection occurred.
 - e. If a member leaves the Governing Board during his term of office the other members of the Board elect a replacement for the rest of the term.
- (3) The governing board is responsible for all matters of the society as far as the matters are not allocated to another organ by the constitution.

- (4) Only members of the society may become members of the Governing Board. The termination of membership ends also the duties as a Board member.
- (5) The Governing Board decides in meetings that have been convened by the Governing Board. An agenda is not necessary. The Governing Board is quorate if at least 2 Board members are present. A decision needs the approval of at least 2 Board members.
- (6) The Governing Board can give themselves Rules of Procedure that give information which people are entrusted with which tasks.
- (7) The Governing Board is obligated to change the constitution if it has not been accepted as non-profit by the tax authorities or by the register of societies.

§ 6 Treasurer

- (1) The Treasurer shall be responsible for keeping the accounts of the business of the society and for handling all its financial transactions.
- (2) The Treasurer shall close the books after the end of the fiscal year and present them to the auditors for reviewing.
- (3) The Treasurer shall upon request and at any time submit a report on the financial situation of the society to the General Assembly and the Governing Board.

§ 7 Auditors

- (1) The General Assembly elects each for the term of 2 years two auditors. The term of office is identical with that of the Governing Board.
- (2) The auditors shall be authorized to inspect the Society's books and accounting at any time upon request. They shall be required to submit a report on the results of the audit of the cash auditing and annual accounts to the General Assembly.

§ 8 General Assembly

- (1) The General Assembly shall convene annually at the invitation of the Governing Board. The written notice including an itemized agenda shall be sent to the members by mail or by E-mail to the last known address of the member, no later than two weeks prior to the scheduled date of Assembly. Applications to the agenda shall be submitted in writing to the President at least one week before the date of the Assembly. The applications are announced at the beginning of the meeting.
- (2) Responsibilities of the General Assembly shall include:
 - a. Adopting the annual report and report of activities submitted by the Governing Board
 - b. Adoption and approval of the financial statement and the annual accounts
 - c. Adopting the auditors report and granting discharge
 - d. Discharge of the Governing Board
 - e. The election of a new Governing Board and auditors
 - f. Establish and approve a budget and plan of action
 - g. Passing resolutions relating to amendments to the constitution and all other assignment submitted by the Governing Board and to all other matters of special importance concerning the society
 - h. Passing resolutions relating to the dissolution of the society.

- (3) The General Assembly shall be chaired by the President or, in his absence, by the Vice-President; if both are absent then the President will appoint another deputy.
- (4) The Governing Board may at any time convene an extraordinary General Assembly if the interest of the society demands it. It is obliged to do so, if at least one fourth of all members entitled to vote submit a written application in this respect stating the purpose and the reasons.
- (5) The general assembly is quorate when it has been convened in accordance with the regulations.
- (6) All General Assembly elections and resolutions shall require a simple majority of the eligible voters present. Abstentions shall not count as votes cast. Voting shall be open. The General Assembly shall decide whether members can submit their voting in writing for each voting round. An exception presents the members that can not participate personally at the general assembly due to extraordinary charges. They can assign their vote in written form to another member who is entitled to vote.
- (7) Each regular member at the General Assembly shall have the right to one vote. The voting right may not be transferred to another member.
- (8) Constitutional changes shall be passed by the General Assembly. The proposed amendment to the paragraph in the constitution shall be added to the agenda and included in the invitation. Resolutions under which the constitution is to be amended shall require a majority of three quarters of the valid votes cast.
- (9) Motions submitted to the General Assembly shall be approved as applications of urgency provided the General Assembly so decides. This shall not apply to applications relating to amendments to the constitution or the dissolution of the society.
- (10) The decisions made by the General Assembly of members have to be recorded in a protocol that is signed by the head of the meeting.

§ 9 Membership dues

- (1) The membership dues are annual fees and have to be transmitted before the 20th January of a year.
- (2) The society shall charge dues, the amount of which shall be determined by the Governing Board. The Governing Board is authorized to establish a subscription scale. Honorary members are freed from the dues. Membership dues can be staggered or dismissed depending on the neediness of the individual case.

§ 10 Dissolution

- (1) The decision for dissolution of the society shall require a three-fourths majority vote by members of the General Assembly.
- (2) A motion relating to dissolution must be added to the agenda and announced to all members in the invitation to the General Assembly.
- (3) Business transactions shall be carried out by two liquidators appointed by the General Assembly.

§ 11 Rules of procedure

The society can supplement the Constitution by drawing up Rules of Procedure and Election Regulations. The resolution for which shall be adopted by the General Assembly.

The constitution was adopted at the founding meeting on 31.10.2010 in Müllenberg by Kürten.

For this purpose the founding members sign

Oliver Mundy Julia Wagemann Lyubov Pogromskaya

Eudora Berniolles Tim Höger Sacha Conchin

Paul Mundy