

Bylaws of JFKS Berlin Alumni e.V.

Version as of April 13, 2018

§ 1 Name, Seat, Fiscal Year

1. The Association's name is "JFKS Berlin Alumni e.V." (former name: *Verein ehemaliger Schüler und Lehrer der John-F.-Kennedy-Schule – Alumni Association e.V.*).
2. The seat of the Association is Berlin (Germany).
3. The Association's fiscal year is the calendar year.

§ 2 Purpose and Goal of the Association

1. The Association aims to foster the upbringing, adult education and vocational training including the assistance of students pursuant to § 52, sec. 2, sentence 7 German Fiscal Code [*Abgabenordnung = AO*] and to further the German-American relations. In addition it promotes charitable purposes in the meaning of § 53 German Fiscal Code [*AO*].
2. The Association's purpose is in particular fulfilled by offering and carrying out cost-free
 - I. study and career guidance for students provided by JFKS alumni
 - II. ideational and financial support of the John-F.-Kennedy School (§ 58 no. 1 AO)
 - III. organizing of events with German and American speakers and guests
 - IV. granting of scholarships to needy students and / or those worthy of support for the purposes of study.

§ 3 Charitable Status

1. The Association directly and exclusively pursues non-profit and charitable goals according to the section "Tax-privileged Purposes" [*Steuerbegünstigte Zwecke*] of the German Fiscal Code.
2. The activities of the Association are of an altruistic nature and the Association does not have any economic purposes of its own.
3. Any funds of the Association shall be used for the purposes as stipulated in its bylaws. The Association finances itself through membership fees, donations and other income. No person may benefit from expenditures that are not related to the purpose of the Association or through inappropriately high allowances. The members do not receive any contributions from the Association's funds.
4. The bodies of the Association may receive adequate remuneration. If needed and if the Association has sufficient resources, certain functions may receive remuneration [*"Aufwandsentschädigung"*] in accordance with § 3 no. 26a German Income Tax Law (*EstG*). The decision on such remuneration is made by the board.

§ 4 Membership

1. Any former student who is at least 18 years old and/or any former teacher of the John F. Kennedy School (Berlin) who supports the goals and purposes of this Association may become member of the Association.
2. Membership shall be acquired by application in writing to the board. The application requires the board's approval. Upon confirmation of the application the annual membership fee is due. If the board rejects an application, it is not required to substantiate this rejection.
3. The board may propose to the membership meeting to have suitable individuals be appointed as honorary members or honorary presidents who are exempt from paying membership fees. These persons have voting rights in membership meetings.
4. Membership expires:
 - a) by declaration of withdrawal, directed in writing (also via e-mail) to the board at the latest three months before the calendar year's end. Membership can only be terminated at year end.

- b) by decision of the board if a member is more than one year in arrears with its annual membership fee.
 - c) by expulsion. If a member seriously and purposely violates the bylaws or severely damages the reputation of the Association, the board may expulse this member who will be informed of this by the board in writing. The expulsed member may protest against this decision within one month by addressing the board in writing. The next annual membership meeting takes final decision on the expulsion of the member concerned. Until this date, its rights and duties as a member are suspended.
 - d) in case of the member's death.
5. In case the membership ends, the member has no claim to any pro rata refund of membership fees already paid.

§ 5 Bodies of the Association

The bodies of the Association are:

- 1) the membership meeting
- 2) the board.

§ 6 Membership Meeting

1. The supreme body is the annual membership meeting.
 - a. At the latest two weeks prior to the meeting, the board shall invite the members to the annual membership meeting, either by e-mail or via regular mail. The invitation shall contain the meeting's agenda.
 - b. Motions regarding the agenda must be submitted to the board by e-mail or by regular mail at least one week before the meeting date.
 - c. An extraordinary membership meeting shall be convened if the board decides so or if at least 20% of the members request such a meeting in writing.
2. The annual membership meeting shall be chaired by the Association's chair. If the chair is unable to attend, then the deputy shall act as chair. Should the deputy also be unable to attend, then the members shall elect a chair from among the members present.
 - a. Each properly convened membership meeting has a quorum. It decides on motions by simple majority of the members present provided that the motions do not concern changes to the bylaws or the dissolution of the Association.
 - b. Resolutions are passed by open vote. Should one member request a secret vote, the resolution shall be made by secret ballot. Block voting is admissible provided that the simple majority of the members present are in favor of this.
 - c. Each member has one vote. This vote may be exercised in person or via written power of attorney. The signed power of attorney must be presented to the board in writing prior to the membership meeting. A member is entitled to vote under the condition that it has paid the annual membership fee.
 - d. Should a request for urgent procedure ["*Dringlichkeitsantrag*"] be made during a membership meeting, the members shall decide with a 2/3 majority on its urgency. If urgency is confirmed, the resolution shall be passed by simple majority of the votes.
3. The tasks of the membership meeting are the following:
 - a. receipt of the reports of the board and of the auditors
 - b. discharge of the board
 - c. election of new board members
 - d. election of two auditors
 - e. confirmation of the honorary members and honorary presidents proposed by the board
 - f. determination of the annual membership fees due until 31 March of each year
 - g. discussion of the planned use of the Association's funds

- h. passing of resolutions on submitted motions/requests
 - i. amendments to the bylaws (exception: § 9, section 3)
 - j. dissolution of the Association.
4. The secretary shall take minutes of the membership meeting and the resolutions taken. The minutes must be signed by both the chair of the meeting and the secretary.

§ 7 The Board

1. The Association's board consists of:
 - a. the chair
 - b. the deputy chair
 - c. the treasurer
 - d. the secretary
 - e. the social media officer.
2. The board in the meaning of § 26 German Civil Code [*"Bürgerliches Gesetzbuch"* = BGB] are the chair, the deputy chair and the treasurer. The Association is represented in and out of court by the board defined pursuant to § 26 BGB. Each of the BGB board members may represent the Association alone.
3. The individual members of the board are elected for a term of three years and they remain in office until new elections have taken place. In case of board members withdrawing from their elected post before the end of their term, a successor can be chosen by the board until the next membership meeting.
4. The board's tasks include the management of the current affairs of the Association including the making of decisions on how to use the Association's funds. The board may define operational procedures [*"Geschäftsordnung"*] of which the membership meeting shall be informed. The board is bound by the resolutions taken in a membership meeting.
5. The chair (and if he/she is unable to attend: the deputy chair) invites the board members to a board meeting by phone, e-mail or regular mail. The board has a quorum if at least 50% of the board members eligible to vote attend the meeting. Resolutions are taken with simple majority. In case of a tie, the chair's vote is decisive. Decisions of the board may also be taken in writing by e-mail under the proviso that the e-mail was sent to all board members at least five days before decision-making. Decisions made by e-mail must not be adopted unanimously, a simple majority suffices. Minutes have to be taken of the board meetings.

§ 8 Auditing

1. At least once a year, the Association's financial accounts shall be reviewed by two members who were elected as auditors by the membership meeting for a two-year term. The auditors may not simultaneously be members of the board.
2. The auditors shall report to the annual membership meeting following the relevant fiscal year. Provided that the financial management was properly done, the auditors recommend to the membership meeting the discharge of the board.

§ 9 Amendments to the Bylaws

1. Amendments to the bylaws can only be decided on if they were announced as separate agenda items in the invitation to an annual membership meeting.
2. A two-third majority of the members present in a membership meeting is needed to change the bylaws.
3. The board shall be authorized to make editorial changes and/or additions to the bylaws demanded by the competent registry authority or tax office. Such changes do not need to be approved by the annual membership meeting but shall be reported on at the latest when inviting the members to the next annual membership meeting.

§ 10 Dissolution

1. Resolutions on the dissolution of the Association can be taken only in an extraordinary membership meeting called expressly for this purpose. The resolution shall be valid only if at least three-fourth of the members present and eligible to vote approve of such dissolution.
2. In case of the dissolution of the Association or loss of its charitable status, its assets shall go to the "Verein der Eltern und Freunde der John-F.-Kennedy-Schule e.V." which has to use them directly and exclusively for tax-advantaged purposes.□

Bylaws as approved by the Membership Meeting on April 13th,2018. The German version is the legally binding version.