

# Statutes of 'Hakuna Matata - Dingolfing for Kenya' Association

## § 1 NAME, HEAD OFFICE, REGISTRATION, FINANCIAL YEAR

- (1) The association shall be called 'Hakuna Matata - Dingolfing for Kenya'
- (2) Its head office is in Dingolfing
- (3) It shall be entered in the register, and then performs as 'Registered Association'
- (4) The financial year is the same as the calendar year

## § 2 PURPOSE

- (1) The association pursues exclusively charitable and benevolent purposes
- (2) The purpose of the association is to promote the development in East Africa, particularly in eastern Kenya in the area between Embu and Machakos.

For the **sustainable improvement of the living conditions** in the defined area humanitarian projects are planned in the following fields in particular:

1. Enhancing education through the acquisition of sponsorships for needy children and youth, as well as the appropriate equipment for schools.
2. Promotion of obtaining water through the construction of wells (for clean drinking water) or from rain collecting basins / cisterns for irrigation.
3. Promotion of agriculture and forestry through training in modern agricultural techniques and procurement of seed in emergencies.
4. Promotion of medical care with expensive and not locally available medications and financial support in medical emergencies in individual cases.
5. General relief in crisis situations such as prolonged droughts by financial or material support in the form of food and everyday items.

Purpose of the association is also collecting donations to finance the charitable purposes mentioned above.

The association works voluntarily and is politically, religiously and socially independent.

## § 3 SELFLESSNESS

The association acts selflessly, it does not pursue its own economic purposes in the first place. Funds may only be used for statutory purposes. The members in their capacity as members do not benefit from the assets of the corporation.

No person may benefit from expenditures that are alien to the purpose of the corporation, or from disproportionately high remuneration.

## **§ 4 MEMBERSHIP**

(1) Member of the association may be any natural (and legal) entity that supports its goals.

(2) The association consists of full and supporting members.

**Full members** are actively involved in the tasks of the association and support the association on a regular basis with their membership dues. Only full members have voting rights in the general assembly.

**Supporting members** support a particular project or a special task in a special dimension.

(3) The application for admission to the association is decided by the Board. A claim of admission does not exist.

(4) Membership is terminated by resignation, exclusion or death.

(5) The resignation of a member has one year-end without notice period. It is made by written statement to the chairman.

(6) The Board is authorized to exclude a member who, despite two written reminders, is in arrears with the payment of membership dues. The exclusion can only be implemented two months after the second reminder in which the exclusion had been announced. The board shall notify the member in writing of the exclusion.

(7) A member who acts against the interests of the association by wilful intent or, due to gross negligence may be excluded by the Board's simple majority. The decision must be justified in writing and sent to the member. Within two weeks the member must be given the opportunity to speak before the committee on the allegations.

(8) When finishing a membership, for whatever reason, all claims from the member to the association expire. A refund of membership dues, donations or other support services is excluded. The claim of the association on outstanding fees remains unaffected.

## **§ 5 MEMBERSHIP DUES**

Members pay membership dues in accordance with a resolution of the general assembly. For determining the membership dues amount and maturity a simple majority of those present entitled to vote association members is required.

## **§ 6 ORGANS OF THE ASSOCIATION**

Organs of the association are

- a) the Board
- b) the general assembly

## § 7 THE BOARD

(1) The Executive Board consists of the first and second chairman and the treasurer. They represent the association in and out of court. Each Board member is authorized to represent.

(2) The Executive Board is elected by the general assembly individually for a period of two years.

Board members can only be members of the association.

The (multiple) re-election of board members is possible.

The association of several executive offices in one person is not permitted.

The respective board members remain after their term in office until their successors are elected.

Upon termination of membership in the association the office as chief executive also ends.

If a member prematurely resigns from the Board during his mandate, the remaining Board elects for the remaining term of the resigning member a commissioner successor. This must be immediately reported to the district court.

(3) The board is responsible for managing the current business of the association. They have the following tasks:

Preparation and convening of the general assembly and preparing the agenda;

Implementation of decisions of the general assembly

Proper accounting records, preparation of financial reports, establishing a budget, developing an action plan

Resolution on the admission of members

The Board carries out its activities voluntarily.

(4) The executive board may designate one or more representatives and establish their authority to act. This is particularly true for the appointment of a local representative in the auxiliary area.

(5) Executive board meetings are held every year at least 2 times. The invitation to board meetings by the chairman is made in writing, by email or by giving verbal invitation. The invitation must be made at least 2 weeks before the board meetings. Board meetings are quorate if at least 2/3 of members are present. An agenda need not be announced.

(6) The Board shall take its decisions by a simple majority. In a tie, the vote of the chairman decides.

(7) If urgent, decisions of the Board may also be made in writing or by telephone if all members declare their consent to this procedure in writing or by telephone. Management

decisions taken by mail or telephone must be in writing and signed by all members of the Board at the next meeting.

(8) The Board may establish committees to support its work.

(9) Minutes have to be kept at the board meetings.

## **§ 8 GENERAL ASSEMBLY**

(1) The general assembly consists of the ordinary members of the association and shall be the highest decision-making body. It is basically responsible for all duties, provided that, in accordance with the statutes, certain tasks were not transferred to another body.

(2) The general assembly has to be convened once a year.

(3) An extraordinary general meeting shall be convened if required by the interests of the association. This meeting must be requested by at least 30% of association members in writing, stating the purpose and the reasons.

(4) The convening of the meeting in writing or by e mail will be carried out by the chairman. The invitation deadline shall be at least 4 weeks. At the same time, the agenda will be announced. The period begins with the day following the mailing of the invitation letter, according the date of the postmark.

The invitation is considered as delivered to the member if it is sent to the last known address in writing of the member. Each member can with two weeks' notice after the convening of the assembly demand an amendment to the agenda.

(5) Each statutory convened general assembly is recognized regardless of the number of members as a quorum. Each member has one vote. The general assembly passes resolutions by a simple majority (except § § 9 and 11). In a tie, the request shall be rejected. A member may be represented by written mandate by another member. This must be communicated to the Board before the meeting and will be noted in the record.

(6) Chairman of the meeting is the 1st chairman and in his absence, the 2nd chairman. Should neither be present, a chairman is elected by the general assembly.

(7) Duties of the general assembly:

Choice of recording clerk

Election and removal of the managing board

Acceptance of the board report

Discharge of the Board

Receipt of annual accounts

Discharge of the treasurer

Election of two auditors who may not be members of the Managing Board or by the Managing Board appointed committee. They may not be employees of the association. The auditors shall audit the accounts, including financial statements and report the results to the general assembly.

(8) The general meeting shall decide on

the basic orientation of the activities and projects of the association

approval of the budget

determining the amount and timing of membership fees

applications received by the deadline

amendments (see § 9)

dissolution of the association (see also § 11)

inclusion and exclusion of members in appeal cases

other tasks, where this appears from the statute or by the law

## **§ 9 STATUTE AMENDMENT**

(1) For amendments of the statutes a 2/3 majority of members present is required. Such amendments can only be voted on in the general assembly if this was on the agenda as pointed out in the invitation to the general assembly. The invitation of both the existing and the proposed new statute text must have been attached.

(2) Amendments that are required by regulatory, judicial and financial authorities for formal reasons, the Board may make by themselves. These amendments must be immediately notified in writing to all association members.

## **§ 10 CERTIFICATION DECISIONS**

The decisions taken at board meetings and in the general assembly are recorded in writing and signed by the Board.

## **§ 11 DISSOLUTION OF THE ASSOCIATION AND ASSETS**

(1) For the decision to dissolve the association, a 3/4 majority of those present at the general assembly members is necessary. The decision can only be taken after due notice in the invitation to the general assembly.

(2) The general assembly elects after the decision to dissolve two liquidators from among themselves to settle. If the choice should be omitted the last incumbent first and second

chairman of the Board are the liquidators.

(3) Upon the dissolution of the association or loss of tax-exempt purposes, the assets of the association go to Massaihilfe Mengkofen eV, Str. 57a, 84152 Mengkofen. This association has to use the assets directly and exclusively for charitable, benevolent or religious purposes.

Dingolfing, 29.11.2009

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First Chairman

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Second Chairman

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Treasurer