

## **By-laws of Myanmar Development Aid e.V.**

Updated by General Assembly on 26.07.2016

### **§ 1 Name and Location**

1. The non-profit association bears the name "Myanmar Development Aid e.V."
2. The association has its seat at Glockengiesserwall 3, 20095 Hamburg, Germany.
3. The association is registered in Germany.
4. The fiscal year of the association shall be the calendar year.

### **§ 2 Purpose**

1. Purpose of the organisation is the promotion of development assistance.
2. The purpose is achieved in particular through development projects in Myanmar in the support of orphanages and the financial, humanitarian and other aid as well as the general social assistance to people in need.
3. The forwarding of funds to a foreign corporation is carried out only if the recipient is required to submit each year not later than four months after the end of each fiscal year a detailed report on the use of funds received from the association. Should the annual report indicate that these funds are not used solely for the statutory purposes of the Association or does the recipient not follow his duty to present an annual report, the forwarding of the Association's funds shall be discontinued immediately.

### **§ 3 Non-profit Approach**

1. The association pursues exclusively and directly non-profit purposes as defined in the German tax code under the section "tax-privileged purposes" of the tax code.
2. The association does not engage in any economic pursuits for its own profit.
3. Funds may only be used for purposes outlined in the by-laws of the association. The members receive no payments from the funds of the association.
4. No person may benefit from expenditures that are non-relevant to the purpose of the association.

### **§ 4 Membership**

1. Members of the association may be natural or legal entities as well as associations recognized in legal transactions.

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#### **MYANMAR DEVELOPMENT AID e.V.**

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2. Membership, which must be applied for in writing and is decided by the executive committee. If the executive committee rejects the membership, the applicant shall be notified of the reasons in writing.
3. Sponsors are natural or legal entities who support the association financially or materially, without being members. Sponsors may support the association through financial or material contributions in any amount they wish, not subject to the annual membership fees. They are entitled to attend General Assemblies. Sponsors do not have voting rights.
4. The membership fee is determined by the General Assembly and is due in the first month of the fiscal year.

### **§ 5 Termination of Membership**

Membership is terminated by death, resignation or expulsion.

### **§ 6 Resignation**

The resignation is to be declared in writing to the Board within a period of three months before the end of the year.

### **§ 7 Exclusion**

1. If a member has grossly violated the association's interests, the Board may decide his expulsion. The member has the right to be heard in advance. The member to the General Assembly can submit a written appeal against the decision of expulsion within one month. The decision is not valid until the next ordinary or extraordinary General Assembly has confirmed it.
2. The Board may also expel a member, if it has not paid its annual contribution despite two reminders and notification of intended expulsion. The proposed method finds application in No. 1.

### **§ 8 Legal Consequences of the Termination of Membership**

The termination of the membership shall not affect claims of the Association for payment of any outstanding balances. A refund of donations, financial contributions or contributions in kind is excluded.

### **§ 9 Bodies**

Bodies of the Association are the General Assembly and the Executive Board.

### **§ 10 Duties of the General Assembly**

The General Assembly has the following responsibilities:

1. Election of the Executive Board and the Auditor.
2. Acceptance of the Executive Board's Annual Report and the cash report.
3. Approval of financial statements and actions of the Executive Board and Auditor's reports.

4. Determination of membership fees.
5. Determination of amendments to the By-Laws of the Association.
6. Handling of all assignments entrusted according to the By-Laws of the Association, and resolution on all issues submitted by the Board
7. Resolution to dissolve the Association.

### **§ 11 Procedure for the General Assembly**

1. The General Assembly meets at least once a year (Annual General Assembly). In the absence of the President the meeting is convened by a Vice President. The General Assembly may be also convened at the request of two members of the Board or of one quarter of the members. The invitation to the meeting is made in writing within a period of two weeks in advance of the day. In case of amendments to the rules, the desired changes have to be notified in the invitation.
2. Applications by members must be submitted to the Board at least one week before the meeting. Late applications will be accepted for discussion and decision, if the majority of the members present decide to do so.
3. The General Assembly is to be chaired by the President and in his absence, by a Vice President
4. The General Assembly, independent of the number of members present, constitutes a quorum if it is properly convened. It decides by a simple majority of members present, unless the by-laws stipulate for a different majority. A substitute when voting is not permitted.
5. Minutes of the meeting of the General Assembly shall be prepared and shall be signed by the President and another board member.

### **§ 12 Board**

1. The Board consists of - The President - A Vice President and - A Treasurer
2. The Board is elected for a term of two years. It remains in office until the next election. Re-election to the Board is permitted.
3. The Association is represented in court and out of court by the President alone or jointly by two other board members.
4. The Board is responsible for all duties of the Association, which are not assigned to the General Assembly. Its work is voluntary.
5. Decisions of the Board are taken and passed by a simple majority. In case of an equality of votes, the vote of the Leader of the meeting shall be the deciding one. The Board is at a quorum if at least two members are present.
6. The Board may decide and adopt its procedure rules.

### **§ 13 Auditors**

1. The Auditor has the responsibility to review the financial affairs of the Association in accordance to standards and objectively, and report in writing and verbally to the General Assembly. He has the power to see all the documents of the Association relating to financial matters.
2. The Auditor is elected by the General Assembly for two years. Re-election is permitted. He remains in office until the next election.

### **§ 14 Amendment of the By-Laws**

For amendment of the By-Laws, a majority of three-quarters of the members present at the meeting is required.

### **§ 15 Dissolution of the Association**

1. Applications for dissolution of the Association shall be notified to the members at least two months prior to the convention of a general meeting for this purpose.
2. If the general meeting decides to dissolve the Association, liquidation takes place. The Board members are the liquidators, unless the General Assembly decides otherwise.
3. In the event of the closure of the association or the loss of the non-profit status of the association, the assets of the association shall fall to a legal entity of public service or another non-profit organization for the promotion of development assistance.

### **§ 16 Final provisions**

The articles were updated by the General Assembly on 26.07.2016