

Articles of Association of acTVism Munich e.V.

English translation - version dated 31 May 2023

Translation notice: This English translation is provided for information and publication purposes only. The German-language Articles of Association adopted on 31 May 2023 remain the legally binding version. In the event of any discrepancy or difference in interpretation, the German original shall prevail.

Preamble

acTVism Munich is an association of socially committed individuals from multicultural backgrounds and a wide range of professional fields. From Munich, they work through regional, national and international networks to promote the common good by means of measures intended to help secure a future worth living for all people.

The purpose of our work is to promote, on a selfless and non-profit basis, the democratic constitutional order, political participation, awareness of an economy oriented toward the common good, social justice, scientific issues, environmental protection, education, research, sport, animal welfare, development cooperation, youth welfare, the strengthening of fundamental rights, art, culture, international understanding and other socially relevant matters through research and scientifically based reporting.

Our intention is to provide citizens with comprehensive and independent information so that each individual may assume responsibility for the common good and for shaping a just society, and may participate in political, social and cultural life.

Our objective is harmonious and peaceful coexistence and mutual support within society - in short, social peace. We will have achieved our objective when every person understands themselves to be an important part of society and acts to advance social justice.

Article 1 - Name, Registered Office and Financial Year

(1) The Association bears the name "AcTVism Munich". Its abbreviated name is "acTVism". It is hereinafter referred to as the "Association".

(2) The Association has its registered office in Munich and is entered in the register of associations maintained by the Local Court of Munich. It bears the designation "e.V." and is therefore named "AcTVism Munich e.V.".

(3) The financial year is the calendar year.

Article 2 - Objectives and Activities

(1) The Association exclusively and directly pursues charitable purposes within the meaning of the section "Tax-Privileged Purposes" of the German Fiscal Code (Abgabenordnung), Sections 51 et seq., as amended from time to time. It acts selflessly and does not primarily pursue its own economic interests.

The purpose of the Association is the general promotion of the democratic constitutional order, the promotion of civic engagement in support of the general promotion of the democratic constitutional order, and the promotion of public education.

(2) The purpose set out in these Articles is realised in particular through the establishment and operation of the interactive internet platform www.actvism.org. On this platform, the Association makes information of all kinds available to the general public in text, audio and visual form in accordance with the purpose of the Association (telemedia content) and provides an open discussion forum accessible to the general public.

Serving the purpose of the Association shall include in particular:

- the operation of the internet platform for the creation, collection and dissemination of information of all kinds in accordance with the purpose of the Association;
- the planning, organisation and holding of meetings and public processions through the internet platform within the framework of a political and social network;
- the establishment of a contact and information network within the framework of a political and social network.

(3) The Association may also raise and transfer funds to other tax-privileged entities or public-law bodies, provided that such funds are used exclusively for the purposes stated above. It may also participate in tax-privileged entities or become a member of such entities. A merger with other associations is permissible.

(4) The funds of the Association may be used only for the purposes set out in these Articles. Members shall receive no benefits from the funds of the Association by virtue of their membership. Upon resignation, dissolution or termination of the Association, members shall receive no share of the Association's assets. No person may benefit from expenditure unrelated to the purpose of the Association or from disproportionately high remuneration.

(5) Members may be reimbursed appropriate expenses upon proof of the necessity and amount of such expenses.

Article 3 - Membership

(1) Any natural person or legal entity may become a member.

(2) The Association consists of active members, supporting members and honorary members. Persons who actively participated in founding the Association shall be designated as active members after its establishment.

(3) Members shall be recorded in a membership register containing the following information:

- surname and first name;
- postal address;
- telephone number;
- email address;
- membership status.

Changes to the membership register shall be made at regular intervals, but no later than before the commencement of the ordinary General Meeting.

(4) In accordance with the data-protection provisions of the Federal Republic of Germany, a member's stored data shall, upon request, be disclosed to the Board or, upon termination of membership, destroyed within a reasonable period.

(5) Any natural person who wishes to work actively within the Association or on a project supported by it and who subsequently fulfils their responsibilities in that area may become an active member. Any natural person or legal entity that does not wish to participate actively but wishes to support the objectives and purpose of the Association through regular or irregular donations may become a supporting member. Admission shall be decided by resolution of the Board.

(6) Natural persons who have rendered exceptional services to the Association may be appointed honorary members. Such appointment requires a resolution of the General Meeting.

Article 4 - Rights and Duties of Members

- (1) Members are entitled to participate in all events offered by the Association.
- (2) Members are obliged to support the Association and its purpose in a proper manner, including in public and with particular regard to the Preamble, and to pay punctually the contributions due under the applicable contribution regulations. This is without prejudice to the duty, according to personal discretion, to participate in the activities of the Association and to maintain and promote its operations through non-material contributions. Members are also obliged to notify the Association without delay of any changes to their postal address, email address or bank details. A member shall be liable for any consequences arising from failure to comply with this duty and shall indemnify the Association against any resulting liability.
- (3) Active members possess active and passive voting rights as well as the right to submit motions, vote and speak at General Meetings and in dealings with the Board.
- (4) Supporting members possess the right to speak and submit motions at meetings but have no right to vote or stand for election.
- (5) Honorary members are exempt from membership contributions in all cases and otherwise have the same rights as active members.

Article 5 - Commencement and Termination of Membership

- (1) Membership must be applied for in writing to the Board. The Board shall decide on the application by a simple majority of votes. The Board is not obliged to disclose the reasons for rejecting an application.
- (2) Membership ends through voluntary resignation, exclusion from the Association, death of the member or, in the case of legal entities, loss of legal capacity.
- (3) Resignation must be declared in writing to the Board subject to one month's notice.
- (4) A member may be excluded with immediate effect for good cause if the member seriously violates these Articles, the rules of the Association, the purpose of the Association or the interests of the Association. The Board shall decide on exclusion by a two-thirds majority. Before the resolution is adopted, the member shall be given two weeks to respond to the allegations. At their request, excluded members shall be given the opportunity to appeal the decision at the General Meeting following the exclusion. In that event, the General Meeting shall decide conclusively.
- (5) Termination of the membership of an honorary member requires an absolute two-thirds majority at the General Meeting.
- (6) Upon termination of membership for any reason, all claims arising from the membership relationship shall lapse. Contributions, donations or other forms of support shall generally not be refunded. The Association's claim to outstanding contributions shall remain unaffected.

Article 6 - Membership Contributions

- (1) The amount of annual membership contributions, admission fees and levies shall be governed by the applicable contribution regulations adopted by the General Meeting. The amount of levies shall be limited to a maximum of ten annual membership contributions.
- (2) If no contribution regulations are adopted by the General Meeting, membership in and admission to the Association shall be free of charge. Otherwise, if no new contribution regulations are adopted, the previous regulations shall continue to apply.

Article 7 - Organs of the Association

The organs of the Association are:

- the General Meeting;
- the Board.

Article 8 - General Meeting

(1) The supreme organ of the Association is the General Meeting. It shall decide on fundamental questions and matters of the Association. Its tasks include in particular:

- electing the Board;
- deciding on these Articles, amendments to these Articles and dissolution of the Association;
- receiving and deliberating on annual reports;
- discharging the Board and the Treasurer;
- deliberating on and resolving motions submitted;
- approving all rules of procedure applicable within the Association;
- adopting resolutions on the contribution regulations.

(2) The Board shall convene a General Meeting at least once each year. The invitation must be sent by post or email at least two weeks in advance and must include the agenda and any motions already submitted. Objections to the agenda, nominations for election and members' own motions must be received by the Board no later than one week before the General Meeting.

(3) Motions submitted later - but not amendments to these Articles or amendments to the contribution regulations - including motions submitted during the General Meeting, must be added to the agenda if a majority of the voting members present agrees to consider them as urgent motions.

(4) A virtual General Meeting may be convened instead of a General Meeting pursuant to paragraph (2). A virtual General Meeting is subsidiary to an in-person General Meeting under paragraph (2). The Board shall decide at its discretion and shall inform members accordingly in the invitation. Virtual General Meetings shall take place in a chat room accessible only to members or by video or telephone conference. Members shall receive the necessary password in good time. In all other respects, virtual General Meetings shall be governed by the general provisions applicable to General Meetings.

(5) The Board shall convene an extraordinary General Meeting without delay and with a precise statement of reasons if required by the interests of the Association or if at least 25 per cent of the active members or of all members entitled to submit motions request it in writing, stating the purpose and reasons.

(6) Resolutions of the General Meeting shall be recorded in minutes within two weeks after the General Meeting and signed by two Board members. The minutes shall be made available to members immediately after signature. They shall become valid if no objection is raised within six weeks after the General Meeting by a member of the Board, the chair of the meeting or at least 20 per cent of the members present.

Article 9 - Voting Rights and Quorum

(1) Each member entitled to vote has one vote. Voting rights are not transferable.

(2) Every duly convened General Meeting has a quorum.

(3) The General Meeting shall adopt resolutions by a simple majority. In the event of a tie, the motion shall be deemed rejected.

(4) Amendments to these Articles and resolutions to dissolve the Association require an absolute two-thirds majority of the votes cast.

(5) The following are entitled to vote:

- natural persons, each with one vote;
- associations and organisations, each with three votes irrespective of their number of members, provided that they can demonstrate at least ten members within their own organisation.

Article 10 - Board

(1) The Board consists of:

- a First Chair;
- a Second Chair;
- a Treasurer;
- an Assessor.

(2) The term of office of the outgoing Board ends on 30 June of the third calendar year. The election must take place no later than 30 days before the end of the term of office. Until the newly elected Board assumes office, it shall be granted access to the affairs of the incumbent Board in order to ensure a proper handover.

(3) The Board within the meaning of Section 26 of the German Civil Code (BGB) consists of the persons holding the offices of First Chair, Second Chair and Treasurer, and, as substitute for the respective office, the Assessor. The Association shall be represented in and out of court jointly by any two Board members. By resolution of the Board, an individual Board member may be granted sole power of representation for specific legal transactions conducted in the ordinary course of business in fulfilment of the Association's statutory duties.

(4) The Board shall adopt resolutions by a simple majority. It has a quorum if at least half of its members participate in the vote. In the event of a tie, the motion shall be deemed rejected. Resolutions of the Board shall be recorded in minutes of the meeting. These minutes shall be made available to members no later than two months after the resolution.

(5) If a Board member within the meaning of Section 26 BGB leaves office before the end of the term, the Assessor shall succeed to that office. The Assessor shall become a Board member within the meaning of Section 26 BGB for the remainder of the term. In that event, the position of Assessor shall remain vacant for the remainder of the electoral term. If the Board cannot be fully constituted even after the Assessor succeeds to office, an extraordinary General Meeting shall be convened to hold a by-election.

(6) The Board is authorised to adopt independently such amendments to these Articles as are required by the registry court or the tax authorities for reasons of association law or tax law. Members shall be informed of such amendments no later than at the following General Meeting.

(7) The liability of the Board is limited to intent and gross negligence.

(8) The Chairs are entitled to assign individual tasks to members of the Board. The Board may appoint a Managing Director to carry out its activities. The Board is responsible for ongoing work and for new initiatives and engagements in accordance with these Articles. It is responsible for all matters not expressly reserved to the General Meeting. The Board is entitled to enter into temporary or permanent cooperative arrangements with other organisations or persons, in addition to establishing its own committees and working groups. The Board is obliged to disclose such cooperation transparently and to inform members promptly, and no later than at the following General Meeting.

(9) In the course of establishing the Association, Zain Raza was elected as its First Chair.

(10) Members of the Board may receive remuneration for their work or time. The amount of such remuneration must not be unreasonably high. The charitable objectives of the Association shall

serve as the standard of appropriateness.

Article 11 - Dissolution of the Association

(1) Upon dissolution or termination of the Association or upon cessation of its existing tax-privileged purposes, the assets of the Association shall pass to a legal entity under public law or to another body recognised as tax-privileged, to be used for the promotion of the democratic constitutional order and education in accordance with these Articles. The recipient shall be designated by the General Meeting at the same time as the resolution to dissolve the Association.

(2) Unless the General Meeting conclusively resolves otherwise, the Board members in office who are authorised to represent the Association shall serve as liquidators.

End of translation.

German original: acTVism Munich e.V., Articles of Association, version dated 31 May 2023.