

ARTICLES OF ASSOCIATION

of the Evangelischer Verein für Jugendsozialarbeit in Frankfurt am Main e.V.

Section 1

Name and registered office

- (1) The association bears the name *Evangelischer Verein für Jugendsozialarbeit in Frankfurt am Main e.V.*
- (2) Its registered office is in Frankfurt am Main, Germany, and it is listed under no. 7698 in the District Court of Frankfurt am Main's register of associations.

Section 2

Purpose of the association

- (1) The association shall serve directly and exclusively public benefit purposes in the meaning of the third chapter of the German Fiscal Code 1977, entitled 'Tax-privileged purposes'.

The association is a non-profit organisation and does not primarily pursue activities for its own financial gain. Instead, it exists for public benefit, charitable or religious purposes.

- (2) The association supports the welfare of children and young people in Frankfurt am Main. It is a recognised non-statutory youth welfare organisation under the current versions of Books II, III, VIII and IX of the German Social Code (*Sozialgesetzbuch, SGB*).

The association supports the German social welfare system. It is a member of the Diakonisches Werk in Hessen und Nassau e.V., a recognised non-statutory welfare umbrella organisation in Germany.

The association also supports inclusion and works in accordance with the UN Convention on the Rights of Persons with Disabilities. It aims to improve the lives of people with and without disabilities, as well as people at risk of disability.

- (3) Through its institutions and projects, the association works in a variety of areas to offer children, teens and young people with and without disabilities the opportunity to learn and develop. In particular, it promotes and supports the social, personal and educational development and vocational training of children and young people with and without disabilities. In its work, it offers the opportunity for open-ended leisure activities with no obligation to spend money, formal, non-formal and cultural learning, and support, advice, qualifications and training for children, teens and young people with and without disabilities.

In accordance with its convictions as an Evangelical organisation, the association carries out this work for the benefit of all children, teens and young people with and without disabilities, regardless of their nationality, religion, social background or education.

The association is especially keen to help those children, teens and young people with and without disabilities who are from disadvantaged backgrounds and therefore have social-behavioural problems. The association tries to involve the caregivers of the affected children, teens and young people with and without disabilities and supports efforts to change these individuals' social circumstances for the better.

Section 3

Assets and income

- (1) All of the association's revenues, whether from donations, contributions, foundations or other means, are earmarked for causes within the meaning of Section 2.
- (2) The association's funds may only be used for the purposes defined in these articles of association. The members shall not receive allowances from the association's funds.
- (3) No person may receive any benefit from expenditure or disproportionate payment for activities that are contrary to the purpose of the association.
- (4) Members working for the association on a voluntary basis, and particularly those serving as members of its corporate bodies, shall only be entitled to reimbursement of the expenses incurred by them in connection with this activity.
- (5) In the event that the association is dissolved or loses its tax-privileged status, its assets shall be transferred to the Evangelischer Regionalverband Frankfurt am Main¹ of Kurt-Schumacher-Straße 23 or to its legal successor, which shall use these assets exclusively for public benefit, charitable or religious purposes.

Section 4

¹ Regional Evangelical Association of Frankfurt am Main

Membership

- (1) The members of the association are:
 - a) a member of the Evangelischer Regionalverband Frankfurt am Main's Management Board,
 - b) the Head of Division I (Advice, Education, Youths) of the Evangelischer Regionalverband Frankfurt am Main,
 - c) the city's youth pastor and one additional representative of the Evangelisches Stadtjugendpfarramt Frankfurt am Main²,
 - d) a senior representative of the Evangelischer Regionalverband Frankfurt am Main's Youth Welfare division,
 - e) a senior representative of the Evangelischer Regionalverband Frankfurt am Main's Administration division, and
 - f) a parish priest representing the Frankfurt deaneries.
- (2) Members of the association may also include natural and legal persons who are willing to support the association's aims. The Management Board shall decide on the admission of members.
- (3) The General Meeting shall decide on the membership fee.
- (4) Membership of the association shall end upon receipt of a written notice of resignation, or upon death or expulsion of a member, or dissolution of the Evangelischer Verein für Jugendsozialarbeit in Frankfurt am Main e.V. The Management Board shall decide on the expulsion of members. The individual concerned may object to his/her expulsion, in which case the General Meeting shall make the final decision.

Section 5

Organisation of the association

The association shall consist of the following bodies:

1. Management Board

² Evangelical Youth Parish Office of Frankfurt am Main

2. General Meeting

Section 6

Management Board

- (1) The Management Board shall consist of the Chairperson, the Deputy Chairperson, the Secretary and up to four additional members.
- (2) The Board members are office-bearers of the Evangelischer Regionalverband. They include:
 - a) the Head of Division I (Advice, Education, Youths),
 - b) the city's youth pastor,
 - c) a representative of the Management Board,
 - d) a senior representative of the Youth Welfare division, and
 - e) a senior representative of the Administration division.

The General Meeting may elect two additional members from its own ranks by simple majority.

The members of the Management Board shall have a four-year term of office and may be re-elected.

- (3) The General Meeting shall elect the Management Board's Chairperson by simple majority.

The Management Board shall appoint the Deputy Chairperson and the Secretary from among its members.

- (4) The Management Board shall be entitled to deliberate when the Chairperson or (in his/her absence) Deputy Chairperson and at least two other Board members are present.

Section 7

Duties of the Management Board

- (1) The Management Board shall pass resolutions on all association business that extends beyond the general management and administration of the association, and particularly on:

- a) the acquisition, disposal and encumbrance of property, this also requiring the prior agreement of both the General Meeting and the Evangelischer Regionalverband Frankfurt am Main,
 - b) granting and withdrawing of powers of any kind,
 - c) concluding and terminating lease agreements,
 - d) concluding and terminating employment contracts,
 - e) taking out and cancelling loans,
 - f) pursuing litigation,
 - g) all other legal transactions or measures extending beyond the association's usual course of business and basic purpose, subject to the same conditions of agreement stipulated in a) above,
 - h) the assumption of guarantees,
 - i) checking and approving the association's accounts with the annual report and all associated documentation, and
 - j) administrative and technical supervision of the employees of the Evangelischer Verein für Jugendsozialarbeit in Frankfurt am Main e.V.
- (2) In accordance with Section 6(4), all of the Management Board's resolutions shall be recorded in the Minutes, which shall be signed by the Chairperson or Deputy Chairperson and one other Board member.

Section 8

Representation of the association

- (1) The Chairperson and Deputy Chairperson are the association's legal representatives in the meaning of Section 26 of the German Civil Code (*Bundesgesetzbuch, BGB*). Both Board members have the authority to represent the association alone.
- (2) The Chairperson and other authorised members of the Board shall be exempt from the restrictions of Section 181 of the German Civil Code for the association's transactions with the Evangelischer Regionalverband Frankfurt.

Section 9

General Meeting

- (1) The General Meeting shall be convened at least once a year and otherwise as circumstances require. The Management Board shall issue written invitations to the General Meeting, together with the agenda, no later than two weeks before the date of the meeting. An Extraordinary General Meeting shall be convened at the written request of one-third of the association's members, provided that this request is submitted with a list of the points to be discussed.
- (2) The Chairperson or Deputy Chairperson shall preside over the General Meeting.
- (3) The General Meeting shall have a quorum for resolutions when at least half of all members with voting rights are present.
- (4) If the General Meeting is not entitled to deliberate, a new General Meeting shall be convened without delay. The second General Meeting shall have a quorum regardless of the number of members present.
- (5) Unless otherwise specified in these articles of association, the resolutions of the General Meeting shall be passed by simple majority. In the event of a tie vote, the Chairperson shall cast the deciding vote. Section 7(2) shall apply *mutatis mutandis* to the Minutes of the General Meeting.

Section 10

Duties of the General Meeting

- (1) The General Meeting shall elect the members of the Management Board and pass resolutions concerning:
 - a) amendments to the articles of association,
 - b) discharge of the Management Board after receipt of the annual financial statements and annual report,
 - c) preservation of the association's purpose,
 - d) objections to the Management Board's resolutions for expulsion, and
 - e) dissolution of the association.
- (2) Any change to the purpose of the association shall require the agreement of at least two-thirds of the members. Members who are unable to attend the General Meeting may indicate their agreement in writing.

The General Meeting may only amend the articles of association or dissolve the association with the agreement of at least two-thirds of the members present, provided that a corresponding announcement appears in the invitation to the meeting.

Section 11

The association's financial year is the calendar year.

Section 12

These articles of association entered into force on 27 February 1980.

Adopted by the General Meeting in Frankfurt am Main on 27 February 1980.

First amended on 1 July 1988.

Then amended on 1 October 1991.

Then amended on 10 February 1998.

Then amended on 16 February 2000.

Then amended on 3 February 2009.

Last amended on 5 February 2013.

Signed by:

Jürgen Mattis
Chairperson of the Association