

**Statutes of the Association
YES Innovation and Research e.V.¹**

§ 1

Name and Seat of the Association

- (1) The Association is called YES Innovation and Research e.V..
- (2) The seat of the Association is Stuttgart.
- (3) The association shall be registered in the association register. After the registration it has the appendix “registered association” (e.V.).
- (4) The fiscal year of the Association shall be the calendar year beginning on January.

§ 2

Association purpose

- (1) The Association shall exclusively and directly pursue charitable and charitable purposes within the meaning of the section entitled “Tax Beneficiary Purposes” of the Tax Regulations, in particular in accordance with Section 52, Paragraph 2.
- (2) The purpose of the Association is the promotion of youth welfare, in particular innovative youth projects with a European dimension and the promotion of science and research in the field of youth with a focus on domestic and European cooperation.
- (3) The Association shall achieve its aims by the implementation and financial support of:
 - European exchanges and political education for young people,
 - Qualification and training of professionals and multipliers of child and youth welfare and youth work,
 - Research on youth and Europe.

Therefore the Association shall be engaged in different types of activities, including: exchanges, symposia, colloquia, lectures and study visits for young people, professionals and multipliers of youth work, as well as research projects. The Association cooperates with organisations active in youth work in Germany and Europe, as well as national and European scientific and cultural institutions as well as scientists and experts in youth work. The Association develops materials, and publications for the field of youth and social work for own use as well as for other actors and stakeholders in this field.

- (4) The Association is not-for-profit. It does not pursue primarily economic purposes.
- (5) The funds of the Association shall only be used for statutory purposes. Members do not receive any donations from the Association’s resources. No person may benefit from expenses which are in conflict with the purpose of the association or by disproportionately high remuneration.

§ 3

Bodies of the Association

- (1) The bodies of the Association are the General Assembly and the Board of Directors as well as a Board of Trustees appointed by the Board.
- (2) The General Assembly is the highest authority of the Association.

§ 4

Membership

- (1) A member may be any natural adult person who shares the purpose of the association in accordance with this statute.

¹ In the case of conflicting meanings between language versions, the German version prevails.

- (2) An application for membership must be sent to the Board of Directors in writing. The Board of Directors decides on the admission of the members. In the event of a rejection by the Board of Directors, the General Assembly decides on the admission of a member. The membership becomes effective after confirmation by the Board.
- (3) Legitimate claims to become a member are not possible. The membership is not transferable.

§ 5

End or Loss of Membership

- (1) The membership ends by death, written declaration of withdrawal against the board or exclusion. The declaration of withdrawal must be received in writing by the Executive Board at the latest three months before the end of the financial year
- (2) A member who has substantially violated the statutes or the interests of the association and the purpose of the association may be excluded by the board of directors. The member concerned must be heard beforehand. The decision must be justified in writing. On the other hand, an appeal is admissible within one month, by which the General Assembly decides by a two-thirds majority of the votes cast. The expulsion of a member becomes immediately effective with the decision.
- (3) A member can be removed from the list of members by a decision of the Board if the shareholder is behind with two years of contribution and if the member does not fully back this backlog within three months from the second written request from the board. The solicitation must be sent through a registered mail to the last address known by the Association.

§ 6

Membership Fee

- (1) All members are required to pay the annual fee which is eligible from January the 1st of each year. The annual contribution shall be determined by the General Assembly by a simple majority of the votes cast, at the proposal of the Board of Directors.
- (2) The termination of membership does not lift the former partner from the due monetary obligations which have arisen up to then.

§ 7

The General Assembly

- (1) The General assembly is the supreme decision making body of the Association. It is, in principle, responsible for all tasks, provided that certain tasks, in compliance with the statute, are not transferred to another body of the Association.
- (2) The General Assembly establishes the guidelines for the activities of the Association and deals with the fundamental issues and affairs of the Association.
- (3) The duties of the General Assembly are:
 - a. Election of the Board of Directors, the Board of Trustees and a Treasurer
 - b. Checking and "discharging" of the board
 - c. Decision of the amount of membership fees
 - d. Amendments of the statute
 - e. Dissolution of the association
- (4) The Annual General Assembly must be convened at least once a year. The management is taken over by the Board of Directors or by a meeting management elected by the General Assembly.
- (5) At the General Meeting, all members have voting rights and are entitled to apply. Topics or request for agenda must be submitted in written form 5 days before the start of the meeting.
- (6) Each meeting is convened by the Board of Directors in writing, by e-mail, with an invitation period of two weeks. The scheduled agenda, place and time of the meeting shall be

communicated. The agenda shall be decided at the beginning of the meeting. Changes are permitted.

- (7) An Extraordinary General Assembly shall be convened by the Board of Directors if at least 30% of the members of the Board of Directors or the Board of Directors provide a written reason. The convocation of the Extraordinary General Assembly shall be made in writing within two weeks, stating the reason. At the Extraordinary General Assembly, only the reason for convening the meeting is the subject of the agenda.
- (8) Any duly constituted meeting of members, irrespective of the number of members appearing, shall be quorate. In the case of votes, the simple majority of the votes cast shall not be determined by compulsory statutory provisions or by other majorities. For a resolution containing a change to the statute, a majority of three-quarters of the present members is required. Four fifths of all members are needed to change the purpose of the association.
Abstention and invalid votes count as no. In the event of a tie, a motion shall be deemed rejected.
- (9) A record shall be made of the resolutions passed at the Annual General Meeting and the Management Board. The minutes must be signed by the meeting chairman. Each club member is entitled to view the minutes.
- (10) The handling of an urgent topic can only take place if this is decided by a two-thirds majority of the valid votes cast of the General Meeting. Urgent topics which are aimed at a change of the statute, a change in the association's purpose or a dissolution of the association are not permissible.

§ 8

The Board of Directors

- (1) The Board of Directors consists of the First and the Second Chairpersons respectively. In addition to the tasks assigned by the Statute of the Association, it is responsible for managing the business of the Association and for managing the assets of the Association.
- (2) The Board of Directors within the meaning of Section 26 of the German Civil Code (BGB) are respectively the first and the second chairperson. Both of them are authorized to represent on their own. The second chairperson shall only act towards third person, if the first cannot. The Board of Directors conducts business.
- (3) The power of representation of the Board of Directors can be limited by the internal decision of the Annual General Assembly, in so far as for the case of certain legal transactions of essential importance, the joint representation or the approval of General Assembly is required.
- (4) The Board of Directors is elected by the General Assembly for a term of two years. It remains in office until the new election. Its members can be re-elected.
- (5) The Board of Directors may be dismissed for important reasons. An important reason is in particular if the Board violates the purpose of the association or damages its economic interests. A three-thirds majority of the votes cast by the General Assembly or the Extraordinary General Meeting is required for dismissal.

§ 9

Board of Trustees

- (1) The Board of Trustees advises and advises the Board of Directors; For example in the definition and design of the work program of the association.
- (2) The Board of Trustees consists of at least two persons and maximum six.
- (3) The members of the Board of Trustees are voted by the General Assembly at the proposal of the Board of Directors every two years. They can be re-elected. The persons with the highest number of votes who have achieved at least the simple majority are elected.
- (4) Decisions of the Board of Trustees have a recommending value. Therefore, the Board of Trustees possesses no voting right on the Board of Directors.

- (5) The members of the Board of Trustees are volunteers.

§ 10

Dissolution

- (1) The dissolution of the association must be decided by the assembly specifically convened four weeks before with a majority of three-quarters of the present voting members.
- (2) The presence of two-thirds of the members is necessary for a deliberation on the dissolution of the association.
- (3) If a general meeting convened to take a decision on the dissolution of the association does not reach the quorum, then a further meeting of the members with the same agenda must be convened before the expiry of four weeks. The invitation to the next meeting shall contain a reference to the ease of quorum. The new assembly is quorate without regard for the number of the members of the Association.
- (4) In the case of dissolution of the association or in the event of the abolition of the tax-privileged purposes, the assets will be transferred to a legal entity under public law or another tax-privileged body for the purpose of promoting youth welfare, in particular innovative youth projects with a European reference.

§ 11

Final Provisions

This Statute was agreed by the approval of the members in the General Assembly on 24.11.2017.