



Verein für Völkerverständigung und Entwicklungshilfe
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Statutes - EuroGuinée e.V.

"EuroGuinée e.V. e.V." Together for International Relations between Europe and Guinea

"Together for the development of Europe-Guinea Cooperation".

Association for the Promotion of International Cooperation and Development Aid

§1 Name, registered office, register of associations

Name: "EuroGuinée e.V.", Together for International Cooperation and Development Aid

"Association for the Promotion of International Cooperation and Development Aid".

II. Headquarters: Nuremberg/ Germany

III: The association is entered in the register of associations at the Nuremberg City Court House with the number VR 3592.

§2 Financial year

The financial year is the current year.

§3 Objective / Purpose

§3.1 The major objective of the association

(a) is the development and promotion of close relations, in particular Germany with Guinea,

(b) is the promotion of economic, social and cultural projects that contribute to international cooperation and the development of Guinea,

(c) measures to strengthen the reintegration of returnees or Guineans from the diaspora from Europe in Guinea,

(d) is to promote the integration of immigrants from Guinea.

§3.2 The objective of the Statutes is achieved in particular by

- (a) the implementation of projects aimed at promoting international cooperation and development aid,
- (b) awareness-raising and information activities on the objectives of the association
- c) assistance and advice on economic, cultural and social development and trade cooperation between Guinea and Europe in particular and also with German associations within the framework of the objectives of the association in accordance with §3.1.
- d) to promote initiatives that serve to promote integration.
- e) The implementation of the Millennium Development Goals, mainly through
 1. the promotion and support of development cooperation in the sense (MDG 1);
 2. providing assistance to people living in poverty, hunger and need. This assistance can, for example, also contribute to making school attendance possible (e.g. through sponsorships) and vocational education and training, in income-generating measures and by promoting health care and well-being (MDGs 1, 2, 3, 4, 5, 6);
 3. Promote the development of new development cooperation objectives and public information on existing disadvantages of people living in poor regions, to help overcome poverty, hunger and need in Guinea and in particular to promote organic agriculture, taking into account traditional culture and economic forms of medium-sized enterprises as sustainable and promote livelihoods (MDG 7);
 4. EuroGuinee's cooperation with other organisations recognised as eligible European and African institutions active in the field of development cooperation and development and education which have also set themselves charitable goals (MDG 8) ;
 5. Support for political and institutional structures that promote democratic governance in Guinea and respect for human rights.

§4 Non-profit status

- a) In the application of § 3, the Association pursues exclusively and directly for non-profit and charitable purposes within the meaning of the section "Tax Relief the objectives of the Tax Code according to § 55 Abs.1 (AO)".
- b) The Association is selflessly active, it does not pursue essentially economic goals.
- c) The association's funds may only be used for the purposes specified in the articles.
- d) Members shall not receive any compensation from the funds of the association.
- e) No one may be financed by expenditure which is not in accordance with the purpose of the Association.
- f) The Association is politically and denominationally neutral.

§5 Membership

Any natural person, legal entity or association of persons may become a member who is prepared to promote the aims and statutory objectives of the association in a sustainable manner.

§6 Rights and duties

a) Contributing members have the right to participate in all meetings and events of the association. They have the right to submit motions to the Board of Directors and the General Assembly. They have the right to vote at the General Assembly.

b) The members shall, according to their competence, support the objective of the association.

§7 Beginning and end of membership

(a) The application for membership must be addressed in writing to the Executive Committee. The executive committee shall decide on the written application for membership and the board of directors is not obliged to inform the applicant of the reasons for refusal. There is no admission fee.

b) The exercise of membership ends with voluntary resignation, exclusion, death or loss of legal capacity in the case of legal persons.

c) Voluntary termination of membership must be effected by written notification at the end of the financial year, subject to a transition of three (3) months by the Board of Directors.

d) Expulsion of a member may be declared with immediate effect and for important reasons and shall be pronounced if the member shows gross negligence in a manner contrary to the Articles of Association, the regulations, the object of the Articles of Association or the interests of the Association. In the first instance. The exclusion of a member is decided by the executive committee with a majority of at least 2/3 of the votes. The member has the right to two weeks' notice to be given the opportunity to appear before the executive committee to comment on the allegations made.

(e) In the event of termination of membership for any reason whatsoever, all claims arising from the membership relationship shall be considered as a claim. Reimbursement of donations or other support services is excluded.

The association's claim for arrears of membership fees is not excluded by this decision.

§8 Membership fees

For the amount of the annual membership fees, the current membership fee regulations are decided by the General Assembly.

§9 Bodies of the Association

a) the general meeting

(b) the board of directors

c) the statutory auditors

The General Assembly may decide to form other bodies of the association.

§10 General Assembly

a) The supreme body of the association is the general assembly. It has the following tasks in particular:

1. receiving annual reports and giving advice
2. the discharge of the Board of Directors,
3. to elect the Executive Committee (in the year of the election),
4. on the articles of association, amendments to the articles of association and the dissolution of the association to be determined,
5. to elect the auditors, who are not affiliated to the board of directors or any of the NGO's bodies and also not an employee of the NGO.

(b) An ordinary general assembly shall be convened by the board of directors of the association as required, but at least once per financial year, if possible during the first half of the financial year. The invitation shall be made 1 month in advance in writing by the Executive Committee with an announcement of the agenda provisionally set at the last meeting of the Association and also taking into account the member's known address.

c) The agenda of the Ordinary General Assembly shall include the following items in particular :

1. report of the Executive Committee, including the treasury report
2. statutory auditors' report,
3. the discharge of the Board of Directors,
4. the election of auditors, if it is in progress,
5. approval of the draft budget to be submitted by the Council for the current financial year,
6. fixing the contributions/allocations for the current financial year or for the adoption of the contribution regulations,
7. to adopt resolutions on these proposals.

d) Subsequent proposals - also proposals submitted to the general meeting must be included in the agenda of the general meeting.

e) Motions by members concerning the agenda must be submitted at least two weeks before the general meeting and forwarded to the board of directors in writing.

f) The Board of Directors shall immediately convene an extraordinary general meeting.

(g) The President or one of his deputies shall chair the general meeting.

On the proposal of the president, the general meeting may appoint a special president for the meeting.

h) The resolutions of the general meeting shall be recorded in a protocol no later than two months after the general meeting and validated by a member of the board of directors and the secretary. The minutes may be consulted by all members.

§11 Voting Rights/Quorum

(a) Voting rights shall be held by contributing members. Each member has one vote. A transfer of voting rights is generally

b) The General Assembly may take place regardless of the number of members present.

c) The General Assembly takes its resolutions by simple majority. Abstentions and invalid votes shall not be taken into consideration. In the event of a tie, the application submitted shall be deemed to be rejected.

d) Voting at the General Meeting shall then only be in writing and by secret ballot if a majority of the votes cast in favour of the resolution is present or expressly requested by the members.

e) For amendments to the Articles of Association and resolutions to dissolve the Association a majority of three quarters of those present and entitled to vote is required.

(f) All members of the Association shall be informed in writing of any amendment to the Constitution.

§12 Board of Directors

a) The Executive Board is composed as follows:

1. a President
2. a deputy chairman
3. a treasurer
4. an assistant treasurer
5. a secretary
6. first statutory auditor
7. second auditor

The Executive Committee works on a voluntary basis.

b) It is elected by the General Assembly for a period of four (4) years. Unlimited re-election of the members of the Executive Committee is admissible. After the expiry of the term, the members of the Board of Directors shall remain in office until their successors in office take up their duties.

c) The executive committee is responsible for the management of the association. It can appoint a consultant who can perform special tasks within the scope of §3 of the association's purpose.

d) The executive committee in the sense of § 26 BGB is the first president, the vice-president, the treasurer and the secretary. Two (2) of the executive board members represent the association in the legal framework.

e) The secretary prepares the meetings of the general assembly and the minutes of the executive board.

f) The executive committee of the BGB under the supervision of the president and the treasurer is responsible for financial administration. In this capacity it represents and is empowered to raise funds for the association such as contributions and donations.

g) The executive committee decides by a majority of at least 2/3 of the votes. The executive committee has a quorum if at least three members are present or a resolution passed by written circulation procedure, or a resolution passed by consensus. In the event of a tie, the motion shall be deemed to be defeated.

(h) Resolutions of the Board of Directors shall be recorded in the minutes of the meeting.

and at least two members of the management board authorised to represent the signed company.

(i) If a member of the executive committee resigns before the end of his term of office, the board of directors shall be entitled to appoint a temporary member. Thus, certain members of the board of directors shall remain in office until the next general meeting.

§13 Auditor

a) The annual general meeting shall appoint the auditors for a period of four (4) years.

b) Their task is to verify the accounting documents and the use of funds, and at least once a year to determine the cash balance for the past calendar year.

The auditors must inform the general meeting of the cash audit.

§14 Advisory Board

(a) The Executive Board may be assisted in its work by an Advisory Board.

(b) The Executive Committee shall appoint the members of the Advisory Board.

(c) The Advisory Council shall be composed of a maximum of 5 persons, at least 1 of whom shall be assigned to

Association as a member.

d) The advisory board is advisory in the sense of the purpose of the association, § 3 of the statutes,

The advisory board can take decisions. The decisions of the advisory board are of an advisory nature and are not binding. The executive committee is obliged to deliberate on decisions within a reasonable period of time. On the results of the consultation the advisory board must be informed.

e) The advisory board elects a chairman and a vice-chairman from among its members. The meetings of the advisory board shall be held at least once a year. At the meetings of the Advisory Board at least one member of the Board must be present. The Advisory Board may convene meetings and deal with individual matters within the framework of the Statutes, form working groups.

f) The Advisory Board may adopt its own rules of procedure.

§16 Dissolution of the Association

In the event of dissolution or cancellation of the association the assets of the association are transferred to a public company or any other body with fiscal purposes for international understanding or development aid, which are approved by decision of the general assembly.

§17 The liquidators

As liquidators, the members of the Board of Directors in office are entitled to represent the association.

The content of the above articles of association was approved by the constituent assembly on 24.03.2002 and revised on 1 and 12.05.2002 in accordance with the recommendation of the notaries Dr. Armbruster & Dieter Bensch² for entry in the register of associations under the number VR: 3592 Nurem.