

Charter

Version of June 20th, 2009, amended by vote on September 23rd, 2009,
amended again on March 12th, 2010

§ 1 Name and Place of Business

The association bears the following name:

Internationale Leo-Kestenberg-Gesellschaft

It will be entered into the register of associations and has its place of business in Berlin.

The fiscal year is the calendar year.

§ 2 Purpose of the Association

(1) The association pursues exclusively and immediately non-profit purposes according to the section "Tax-advantaged purposes" of the General Fiscal Law (§§ 51 ff. AO) in its respectively legal version.

(2) The purpose of the association is the support of science and research related to the works of Leo Kestenberg. The purpose of the association is especially achieved through

1. the documentation and research of Leo Kestenberg's educational-political work,
2. the central registration of publications about Leo Kestenberg,
3. the cultivation of international scholarly exchange,
4. the collaboration with Leo-Kestenberg-Institutions and -Archives,
5. the realization of specialist conferences,
6. the publishing of some academic publications.

(3) All results will be published in a timely manner.

§ 3 Selflessness

(1) The association works selflessly. It does not primarily pursue its own financial purposes. The financial means of the association may only be used for statutory objectives.

(2) The members of the association do not receive benefits from the association's funds in their capacity as members. No person shall be privileged by expenditures which do not correspond with the association's purposes or by excessively high remunerations.

§ 4 Membership

(1) Every individual or legal person which supports the purposes of the association can become a member.

(2) There are ordinary members and supporting members.

(3) Supporting members support the purposes of the association through regular financial or material inducements. Supporting members are legally equal to ordinary members.

(4) Persons who have rendered outstanding services to the scientific work of Kestenberg-research or who bear a personal relation to the works of Leo Kestenberg can be awarded an honorary membership. Honorary members have the same rights as ordinary members.

(5) The board has authority over the admittance of new members.

(6) The membership terminates by resignation, exclusion, or death. Resignation by the end of the next calendar year is to be notified to the board in writing by observing a period of notice of three months.

(7) Exclusion with immediate effect through the board is possible if a member has violated the purposes and interests of the association. The member has to be presented with an opportunity for justification or a statement before the decision-making. A members' general assembly can be called for against the exclusion resolution by observing a period of notice of four weeks after notification; the assembly will then decide on the exclusion.

(8) If a member is in arrears with payment of fees for 12 months, the membership expires.

§ 5 Membership Subscriptions

Ordinary members pay an annual membership subscription, the amount of which is defined by the members' general assembly.

§ 6 Bodies of the Association

Bodies of the association are:

- the members' general assembly
- the board
- the advisory board.

§ 7 Members' General Assembly

(1) The members' general assembly is the supreme body of the association. It is to be summoned at least once per year.

(2) An extraordinary members' general assembly is to be convened if it is in the interest of the association or if a summoning of 25 % of the members is being called for in writing by stating grounds therefore.

(3) The summoning of the members' general assembly happens in writing through the chairman by observing a period of notice of at least two weeks and by simultaneously announcing the order of the day.

(4) The members' general assembly is responsible for all tasks which are not assigned to other bodies by the charter.

In particular, they have the following duties:

- the election of the board,
- the election of the advisory board,
- the election of two independent auditors for a period of three years,
- accepting annual reports and finance reports,
- accepting the reports of the auditors,
- approval of the actions of the board,
- resolution on the assessment of membership subscriptions,
- resolution on charter amendments, herefore a majority of 2/3 is needed,
- resolution on the dissolution of the association, herefore a majority of 2/3 is needed.

(5) Every statutorily summoned members' general assembly has a quorum regardless of the number of members present.

(6) Every member has (1) vote. The voting right of external members is transferable if the board is presented with a written vote until 2 days before the members' general assembly at the latest. The voting right can only be transferred to a member of the board.

(7) The members' general assembly passes their resolutions by simple majority of the voting members present unless the charter specifies otherwise on a case-by-case basis. The proposition counts as denied in case of a tie vote. Rejected votes and abstentions are being disregarded.

§ 8 The Board

(1) The board consists of the chairman, his/her deputy, the treasurer and the secretary.

(2) The board according to § 26 BGB is the chairman and his deputy, who represent the association in and out of court.

(3) The board is being elected by the members' general assembly for a period of three years. Reelection is possible.

(4) Once their time in office has expired, the respectively incumbent members of the board remain in office until a successor is elected.

(5) The board is responsible for leading the activities of the association. It works selflessly. Meetings of the board take place as needed, however at least once per year. The written invitations for the meeting of the board are being sent by the chairman or his/her deputy observing a notice of two weeks. The meeting of the board has a quorum once at least three members of the board are present.

(6) The board passes its resolutions by simple majority. The vote of the chairman is deciding in

case of a tie vote. All resolutions are being put into writing and signed by the secretary.

§ 9 The Advisory Board

The advisory board is being elected by the members' general assembly for a period of three years. It consists of four members. It has an advisory function and shall be consulted on questions concerning the association, especially regarding the placing of orders or the planning of larger projects.

§ 10 Authentication of Resolutions

The resolutions passed at meetings of the boards or the members' general assembly are to be put in writing and to be signed by the secretary.

§ 11 Dissolution of the Association and Asset Commitment

(1) In case of dissolution of the association or cessation of tax-privileged purposes, the assets of the association are turned over to a public legal entity or another tax-privileged corporation for the purpose of supporting science and research.

(2) All resolutions on the usage of the association's assets in case of dissolution or repeal are to be imparted for approval to the competent tax authority prior to effectiveness.

Berlin, March 12th, 2010.

This document represents merely an information on the content of the German version of the charter of the International Leo-Kestenberg-Society. It has no legal value. The legally binding charter of the association is the German **Satzung der Internationalen Leo-Kestenberg-Gesellschaft**.