

Dikome/Kamerun e. V. (registered association)  
- acknowledged as a non-profit organisation -

## **ARTICLES OF ASSOCIATION**

### § 1

The association's name is "Dikome/Kamerun e. V."

### § 2

The association's purpose is the moral and financial support of smallholders in the district of Dikome/Cameroon and the Rumpi hill region so as to safeguard their traditional structures with reference to ecologically-friendly production methods and fair market prices as well as to hinder further migration into the cities' slums.

In pursuing these objectives, the families' entire living environment, such as education, development, health and economy need to be taken into account as well.

The association accomplishes these objectives

- ... as an NGO (NON-GOVERNMENTAL ORGANISATION) by the fulfilment of certain tasks in the Dikome-Balue district in the South-Western Province of Cameroon, the association's region of partnership.
- ... by cooperating with local smallholders' cooperatives and NGOs in Cameroon
- ... by supporting partnerships, development, education, health, economy and, if necessary, also by implementing projects
- ... by organising reciprocal encounters so as to provide a deeper insight into the life of different cultures and countries
- ... by the cooperation and solidifying of relationships between and amongst the active groups, associations and churches in the network, and with Schopfheim (Germany), the partner town of Dikome/Cameroon.

The association is a charitable organisation; it does not aim to pursue its own economic interests. Its funds may be used solely for purposes stipulated in its articles.

The association's members do not share in profits nor do they in their role as members receive any other benefits or services paid from the association's funds.  
Members shall not be compensated for their membership by the association in the event of its dissolution or termination of their membership.

No person may benefit from payments made from the association's funds for purposes not related to the association, or through disproportionately high remuneration.

The association exclusively and directly pursues charitable objectives as defined by the clause "tax-privileged purposes" of the German Tax Levy Regulations (§ 51 et seq. of the German Tax Levy Regulations).

Any use of the association's funds outside of Germany requires the presentation of appropriate written documentation to serve as proof.

### § 3

Membership in the association is open to any person or institution willing to support its efforts.

Apart from individuals, also companies, craft enterprises, business establishments or other corporate bodies may apply for membership.

In order to be admitted as a member, an applicant is required to submit a written declaration of enrolment by which he or she acknowledges the articles of association.

Membership may become effective immediately or at a later point in time which is to be determined by the member.

The board decides whether or not to accept an application for membership.

### § 4

Membership terminates upon death of the member, by written resignation duly submitted to the board, by expulsion or upon the dissolution of the association.

A voluntary resignation from membership becomes effective only if submitted at least three months prior to the end of a calendar year.

The association is entitled to expel a member or reject admission to the association if he or she through his or her conduct is acting or has acted contrary to the association's purposes.

Expulsion is also permissible if the member has been in arrears with the membership dues for two years, despite being duly notified by the association.

The decision on the expulsion of a member rests with the board. However, the member in question must beforehand be granted the opportunity to be heard or to express in writing his or her position regarding the underlying issues.

## § 5

Each member of the association is required to pay the annual membership dues.

The annual membership dues are proposed by the board and ratified by the general meeting of members.

These annual dues are to be paid by individual members.

Companies, craft enterprises, business establishments and other institutions (natural persons and corporate bodies) as well as associations pay membership dues equivalent to those for individual members.

## § 6

The functioning bodies of the association are the general meeting of members and the board.

## § 7

The board is composed of the chair, the vice chair, the treasurer, the secretary and additional committee members.

Pursuant to § 26, subsection 2 of the German Civil Code, the chair and vice chair are authorized to bind the association. Each of them is individually authorized to bind the association.

Board meetings are to be summoned by the chair, and in the event of his or her being prevented, by the vice chair, at least one week prior to the date scheduled for the meeting.

The summoning is done in writing but may, in exceptional cases, be done by telephone. The agenda of the meeting shall be enclosed with the invitation.

The board has a quorum if at least half of the board members are present. Resolutions are passed with a simple majority of votes.

The board is elected by the general meeting of members for a term of two years and remains in office until a new election takes place.

## § 8

The treasurer shall provide an annual accounting of the association's assets as well as a statement of the revenues and the expenditures.

Audits of the cash transactions and accounting are to be conducted by two auditors who are elected by the general meeting of members and who may not be members of the board. The auditors conduct the cash audit once a year.

The auditors are required to report on the results of the audit to the general meeting of members.

## § 9

The ordinary general meeting of members shall take place once a year.

A quorum exists regardless of the number of members present at the meeting.

Additionally, the board is required to summon extraordinary general meetings if at least ten members request in writing for one to be convened and at the same time propose and enclose an agenda for such a meeting.

The board shall send out the written invitations to the general meeting of members with the agenda attached at least two weeks prior to the date scheduled for the meeting.

Motions regarding the agenda are to be sent in to the board at least one week prior to the meeting.

Unless stated otherwise in these articles, any vote carried out requires a simple majority of the participants' votes.

A motion shall be deemed rejected in the event of a tie.

Abstentions from voting are disregarded when ascertaining the result of the vote.

Motions for a secret vote require the consent of one-quarter of the members present at the meeting.

If a vote takes place on an issue affecting the interests of an attendee, that person may not participate in the vote.

Elections are to be done by secret ballot.

Open elections may take place unless one-tenth of the members entitled to vote object to same.

The person who receives more than half of the votes of the members present and entitled to vote shall be deemed elected.

If such a majority has not been reached, a final ballot between the two candidates with the most votes is carried out, wherein the attainment of a simple majority shall determine the victor.

The secretary has to set down any resolution passed by the board and the general meeting of members in the form of a memorandum which requires joint signature by the chair and the secretary.

In the event that the chair is unable to do so, he or she may ask the vice chair to sign the memorandum on his or her behalf; similarly, the secretary may under such circumstances appoint another member of the board to sign on his or her behalf.

#### § 10

The association's own resources (its assets) procured by "Dikome/Kamerun e.V." may be used

- for a specific purpose on which the board previously passed an appropriate resolution
- for tasks to be fulfilled by the association, as per appropriate resolutions passed by the board
- for tasks to be carried out in the partnership region (Dikome-Balue district).

Such funds are passed on as agreed with the persons responsible for the transfer and the use of the funds (non-monetary and monetary resources) as well as the monitoring of their use.

#### § 11

The fiscal year is the calendar year.

The first fiscal year began with the founding of the association and ended on 31 December of that same year.

Amendments to the articles of association may be decided on by a simple majority of votes of all members present at the general meeting.

The text of any such amendment must be included in the invitation to the general meeting of members. The association will be dissolved as soon as the association's purpose has ceased to be part of its articles.

The association's available assets at that point in time shall then be allocated to another charitable purpose.

The foregoing shall also apply if the association's purpose cannot be accomplished or if the tax-privileged purpose lapses.

The decision on what these funds will be used for rests with the general meeting of members.

Resolutions on the use of the association's funds may be put into effect only after consent has been given by the tax office.

Insofar as these articles of association fail to address any issue that should arise, the law of association as set forth in the German Civil Code (BGB) shall apply.

The association has the legal form of a registered association and thus requires entry in the register of associations at the local court of Schopfheim.

The association is based in Schopfheim.

Schopfheim, 09 July 2007

The entry of the revised version of the articles in the associations' register at the local court of Schopfheim was made on 15 August 2007.

Local court of Schopfheim