

## Articles of Baraza e.V. as of 6. June 2017

**§ 1 – Name,. Registered Office, Financial Year**

1. The Association shall have the name “**Baraza**” to which shall be added “e.V.” after entry in the German Registry of Associations (“Vereinsregister”). The Association pursues exclusively and directly non-profit purposes within the meaning of the section "Tax Privileged Purposes" of the German fiscal code.
2. The main office of the Association is registered in Munich.
3. The financial year of the Association shall be the calendar year.

**§2 Purpose**

1. The purpose of the Association is the promotion of a peaceful international mindset, tolerance in all areas of culture, religion and understanding among nations.
2. The purpose of the Association as established in the present Articles shall in particular be realized by proposing, promoting or implementing the following measures:

2.1. Seminars, conferences, meetings and informational events in Germany and other countries pertaining to culture, religion, pedagogy and science.
2.2. International dissemination of knowledge from persons and institutions of renown on successful intercultural and inter-religious dialogue.
2.3. Encouraging and promoting activities and creating materials to improve mutual understanding between religions and cultures.
2.4. Reciprocal visits by scientists, journalists, artists, students and young people and also the organisation of those visits and academic support.
2.5. Promotion and realization of exhibitions and cultural events which serve the purposes of the Association as stated in the Articles under §2 Paragraph 1
2.6. Supporting the international cooperation of institutions, organizations, personages and scholars who are active in the promotion of international peace, tolerance in all areas of culture, religion and mutual understanding.
2.7. Collecting and promulgating positive examples of efforts leading to harmonious relations between peoples.
3. The Association shall carry on altruistic activities; it shall have no economic objectives of its own. Funds may be employed only for the purposes established in the Articles § 2. No person shall receive financial outlays unrelated to the Association’s purpose or from disproportionately high remuneration. Members receive no appropriations from the association's financial resources.

**§ 3 – Membership**

1. Any individual person or corporate body who/which is prepared to support the Association’s aims and work may be a member of the Association.
2. The Executive Board shall decide upon accepting the members in response to a written application.
3. Membership shall end upon voluntary withdrawal which may take place only at the end of a calendar half-year whereby the Presiding Board shall be informed in writing before the end of that period, or by expulsion which shall be decided by the Presiding Board with a two-thirds majority. Objection to the expulsion must be made within one month in order to be brought before the next General Assembly.
4. In principle, all activities carried on by members in the Association shall be voluntary. The Executive Board may grant suitable remuneration for services rendered.

**§4 Finance**

1. The Association shall be financed from contributions, donations and grants.
2. The membership fees shall be decided in the General Assembly based on the proposal of the Executive Board.
3. Honorary members shall be released from the obligation to pay membership fees.

**§5 Bodies of the Association**

The bodies of the Association are:

1. The Presidium (Executive Board)
2. The General Assembly.

**§6 The Executive Board**

The Executive Board consists of:the following members:

* The President
* The Vice President
* The Secretary-General
* The Treasurer

The Executive Board is a Board of Management as defined in § 26, German Civil Code. In judicial and extra-judicial matters the Association shall be represented by two members of the Executive Board, among them the President or the Secretary-General. Money transfers must be authorized by two board members. Limits are set by the Executive Board.

1. The President shall be elected by the General Assembly for a term of three years, as well as the Secretary-General, the Vice-Presidents and the Treasurer, but the latter only until the election or re-election of the President. Those officers may be re-elected or voted out. After the expiry of the term of office established in the present Articles, the members of the Presiding Board shall remain in office until a new election has been held in accordance with the present Articles.
2. The management of the day-to-day business is the responsibility of the Secretary-General, who is expressly not exempt from §181 BGB.
3. The Executive Board shall generally adopt its resolutions at board meetings which the President - or, if he is prevented, the Vice President - shall convene in writing or by telephone, stating the agenda and allowing 14 days’ notice; the President - or the Vice President - shall chair the meeting.
The Board shall have a quorum of at least half of the members of the Executive Board, including the President or the General Secretary, are present. Decisions shall be taken by a majority of the votes cast; the chairman of the meeting shall have the deciding vote in the event of equal voting. A resolution may be adopted after waiving the required notice or by postal vote if all the members of the Executive Board consent to that method.
4. If a member of the Executive Board resigns before the end of his term of office, the Executive Board may elect a successor for the remaining term of office of the resigning member.
5. The General Assembly shall elect two auditors for a term of two years, who are not members of the Executive Board. At least once each financial year the auditors shall conduct a physical inspection and audit of the Association’s accounts and cash, including the books and records, and prepare a written report for the Presiding Board. The auditors shall present an audit report for the General Assembly, and, if all financial transactions have been duly conducted, recommend that the actions of the Executive Board be approved.
6. The Executive Board may appoint committees for special assignments or apopint individuals responsible specific subject areas. Findings shall be protocolled and proposals submitted to the Executive Board.

**§7 General Assembly**

1. The ordinary General Assembly shall be held once a year.
2. If necessary, the Executive Board may convene an extraordinary General Assembly. An extraordinary General Assembly must be convened when requested by a quarter of the members.
3. The notice of the meeting shall be issued by the President in writing to all members , stating the place, time and agenda, at least three weeks prior to the date of the General Assembly.

The functions of the General Assembly shall include in particular:
* approval of the Executive Board’s actions after the presentation of the annual report, cash statement and audit report; the election of members of the Executive Board
* the election of the auditors;approval of the budget;
* resolutions on amendments of the Articles.
1. The General Assembly shall be chaired by the President or, if he is prevented, by one of the Vice-Presidents or the General Secretary. Minutes of the General Assembly shall be kept; and shall be attested by the chairman of the meeting and a second member of the Presiding Board. Members may inspect the minutes.
2. Each member is entitled to vote and shall have one vote. The General Assembly shall adopt its resolutions by a simple majority of the votes cast. The Member of the Presiding Board chairing the meeting pursuant to §9(5) shall have the deciding vote in the event of equal voting. Amendments of the present Articles require a two-thirds majority of the votes cast. Each member may transfer his vote to another member by way of written proxy but one attending member may not represent more than five absent members.
3. Resolutions may be adopted by postal vote without a General Assembly if no more than one third of the members object thereto within four weeks from the despatch of a written motion of the Executive Board.

**§10 Dissolution of the Association**

The resolution to dissolve the Association shall require a three-quarter majority of the General Assembly specially convened for that purpose. After winding-up or upon abolition of the tax-privileged purposes, the Association’s assets shall devolve upon the Deutsch-Omanische Gesellschaft e.V (German Omani Association), c/o Oman Studies Center, Kronenstrasse 69, 10117 Berlin, Steuernummer 27/663/63516 Finanzamt Berlin für Körperschaften, which shall use these assets directly and exclusively for non-profit-making purposes.

N.B. This translation is provided for your convenience. The German “*[Satzung vom 06. Juni 2017](https://www.baraza.ngo/en/about-us/bylaws/)*” contains the legally applicable language.