

## **Statutes of AVP – Acceptance, Trust, Perspective e.V. (Version: 27.05.2020)**

### **§ 1 Name, Location, Registration, Fiscal Year**

- (1) The association is named "AVP – Acceptance, Trust, Perspective e.V."
- (2) It is located in Düsseldorf.
- (3) It is registered in the association register at the District Court of Düsseldorf under VR 9225.
- (4) The fiscal year is the calendar year.

### **§ 2 Purpose of the Association**

- (1) The association pursues exclusively and directly charitable purposes in accordance with the section "Tax-privileged purposes" of the German Fiscal Code.

AVP e.V. dedicates its entire work to ensuring a dignified existence for individuals, promoting conditions for self-determined living, creating foundations for the free development of personality, protecting and promoting the family, enabling livelihood through freely chosen employment, and alleviating or offsetting life's special burdens, including through self-help. Accordingly, AVP e.V. strives to promote:

- Youth and elderly assistance,
- Education, adult and vocational training, including student assistance,
- Protection of marriage and family,
- International understanding, tolerance in all areas of culture, and the idea of international understanding,
- Assistance for politically, racially, or religiously persecuted persons, refugees, displaced persons, immigrants, expellees, war victims, war survivors, war-disabled individuals and prisoners of war, civilians injured, and disabled persons, as well as victims of crime,
- Civic engagement in favor of charitable and benevolent purposes.

- (3) The purpose of the association is realized through a broad range of services and offerings in areas such as:

- **Education**
  - Educational courses at its own educational centers,
  - Early childhood support and day care for children aged four months to six years.
- **Child and Youth Support & Integration**
  - Services under the German Social Code (SGB VIII), such as family counseling and further training for guardians,

- Pedagogical youth projects, outreach youth work, individual support, and international youth exchanges within the framework of child and youth welfare (according to § 75 of the KJHG),
- Residential youth welfare,
- Integration services for people with migration backgrounds.
- **Care & Support**
  - Services for disabled people, including residential care, integration assistance, respite care, and additional care services,
  - Residential and outpatient services for the elderly.
- **Culture**
  - Cultural productions with a pedagogical and intercultural focus in the form of art exhibitions, performances by the association's theater workshop, concerts, and community work in the local environment.

As a state-wide platform facilitating skills exchange and knowledge-sharing between educational providers and institutions and actors in educational and social work, the association initiates the following services and offerings:

- Advice, information, and education for educational providers, youth work institutions, and public authorities regarding the development of (social) pedagogical work with target groups,
- Exchange and coordination between local and regional initiatives,
- Organization and hosting of specialist conferences with initiatives and public authorities, including those from countries of origin, for the purpose of advancing (social) pedagogical work with target groups,
- Further training for targeted actors and multipliers,
- Social space analysis regarding social issues,
- Empirical studies on the advancement of theories and methods in pedagogical and social pedagogical work in cooperation with universities,
- International exchange of professionals.

(4) The association may engage in any other business directly or indirectly useful to achieve and promote its primary purpose. It may participate in or establish similar enterprises and support other tax-privileged organizations with the same primary purpose due to their charitable or benevolent nature.

### **§ 3 Charitable Status**

- (1) The association operates altruistically; it does not pursue primarily self-economic purposes.
- (2) Association funds may only be used for purposes in accordance with the statutes. Members do not receive benefits from association funds in their capacity as members.

- (3) No person may be favored by expenses that are foreign to the purpose of the association or by disproportionately high compensation.

#### **§ 4 Ideational and Organizational Orientation**

The association is a member of the German Parity Welfare Association, North Rhine-Westphalia regional association, and ensures compliance with membership requirements. It seeks close cooperation with all members of this association. The association will not simultaneously be a member of another leading association.

#### **§ 5 Membership**

- (1) Any natural or legal person supporting its goals may become a member of the association.
- (2) The board decides on membership applications. In case of rejection, the applicant may appeal to the next general meeting within four weeks after notification of rejection.
- (3) Membership ends by withdrawal, expulsion, or death, or by dissolution in the case of legal entities.
- (4) Withdrawal is only possible on January 1 of the following year and must be declared in writing to the board with a four-week notice.
- (5) A member may be expelled with immediate effect by the board if they seriously violate the association's goals and interests or remain in arrears with their contribution for twelve months despite reminders. The member must be allowed to justify or comment before the decision.
- (6) An appeal against the expulsion decision may be made to the supervisory board within four weeks after notification.

#### **§ 6 Association Bodies** The bodies of the association are:

- the general assembly,
- the supervisory board,
- the board.

#### **§ 7 General Assembly**

- (1) The supervisory board convenes the general assembly annually. It is led by the board unless the assembly elects another leader.
- (2) An extraordinary general assembly may be convened if required for the association's interest or if requested in writing by 50% of the members, stating the purpose and reasons.
- (3) The invitation to the assembly is sent in writing with a minimum four-week notice period, including the agenda. The period begins the day after the invitation is sent, marked by the postmark date.

- (4) The general assembly, as the highest decision-making body, is responsible for all matters unless assigned to another body by the statutes. It decides, in particular, on:
  - a) election, dismissal, and discharge of the supervisory board
  - b) discharge of the board based on the supervisory board's recommendation
  - c) association tasks (including statutory purpose)
  - d) discharge of the board for the previous fiscal year
  - e) approval of the annual financial statement
  - f) amendments to the statutes
  - g) dissolution of the association.
- (5) Each duly convened general assembly is considered quorate, regardless of the number of members present. Each member has one non-transferable vote.
- (6) Decisions require a simple majority; in the event of a tie, a motion is considered rejected.
- (7) Supervisory board members are elected by individual vote unless the assembly permits block voting.

## **§ 8 Supervisory Board**

- (1) The Supervisory Board consists of at least three members (an odd number) of the association, who may not belong to the group of full-time or part-time employees.
- (2) Supervisory Board members are elected for a term of four years.
- (3) The Supervisory Board elects a chairperson from among its members for a four-year term.
- (4) If a Supervisory Board member resigns, the remaining members may appoint a replacement member until the next general assembly.
- (5) The responsibilities of the Supervisory Board include, in particular:
  - a) Supervising the activities of the Executive Board
  - b) Appointing and dismissing Executive Board members
  - c) Approving the bylaws for the Executive Board

- d) Recommending the general assembly approve the audited annual financial statement
  - e) Monitoring compliance with the association's bylaws
  - f) Determining the time, place, and agenda of the general assembly
  - g) Inviting the general assembly.
- (6) The Supervisory Board may review the association's books and records, as well as its assets, specifically including cash holdings, securities, and inventories. It may assign this task to individual members or appoint specific experts for certain tasks.
- (7) The Supervisory Board may not be assigned any responsibilities of the Executive Board.
- (8) Supervisory Board members may not delegate their responsibilities to others.
- (9) In contracts between Executive Board members and the association, the Supervisory Board represents the association to the Executive Board members through two Supervisory Board members, acting jointly and bound by the instructions of the Supervisory Board.
- (10) Supervisory Board members may receive reasonable compensation for their duties, as determined by the general assembly.
- (11) The regulations of the German Stock Corporation Act do not apply to this body.
- (12) Supervisory Board members are liable only for intentional or grossly negligent breaches of duty. In the event of third-party claims, they have a right to indemnification by the association.

## **§ 9 Executive Board**

- (1) The Executive Board consists of the Chairperson and their Deputy.
- (2) The association is represented in and out of court by the Executive Board.
- (3) The Executive Board is appointed by the Supervisory Board for a term of three years.
- (4) The Executive Board is responsible for managing the day-to-day operations of the association. Its management authority is limited to activities that fall within the normal scope of business operations. Further rights and duties are derived from the law, bylaws, rules of procedure, employment contracts, and resolutions of the general assembly and the Supervisory Board. Its duties include:

- a) Preparing the annual plan and financial statement
  - b) Deciding on the admission and expulsion of association members according to the Supervisory Board's instructions
  - c) Overseeing the association's departments.
- (5) The Executive Board adopts its own rules of procedure.
- (6) The Executive Board is entitled to appropriate remuneration for its activities.

### **§ 10 Amendment of Purpose and Bylaw Amendments**

- (1) A two-thirds majority of members present at a general assembly is required to amend the association's purpose or any other part of the bylaws. Bylaw amendments can only be voted on if they are explicitly included in the agenda of the general assembly, and both the current and proposed texts have been attached to the invitation.
- (2) Bylaw amendments required by supervisory, judicial, or financial authorities for formal reasons may be made by the Executive Board on its own authority. These amendments must be promptly communicated to all association members in writing.

### **§ 11 Documentation of Resolutions**

Resolutions passed at Supervisory Board meetings and general assemblies must be documented in writing and signed by the Executive Board.

### **§ 12 Dissolution of the Association and Asset Allocation**

- (1) A three-fourths majority of members present at a general assembly is required to decide on the dissolution of the association. This decision can only be made if it was properly announced in the invitation to the general assembly.
- (2) In the event of dissolution, liquidation, or loss of tax-exempt status, the association's assets will be transferred to the Paritätischer Wohlfahrtsverband, Landesverband Nordrhein-Westfalen e.V., to be used solely and directly for charitable or benevolent purposes.

### **§ 13 Severability Clause**

If individual provisions of these bylaws are or become invalid, the validity of the remaining provisions shall remain unaffected. In such cases, the invalid provision shall be replaced by a legally valid regulation that most closely aligns with the intended purpose. Similarly, supplementary contractual interpretation shall apply if it becomes apparent during implementation that there is a gap in the bylaws that requires amendment.