

maaa Society

Registered Society for Prevention of HIV/AIDS by Raising Awareness

Statutes

Article 1: Name, Location, and Financial Year

The name of this Society is **maaa** (Mankind Aids Arts Awareness), Registered Society for Prevention of HIV/AIDS by Raising Awareness. The Society is registered with the official register of societies. The registered office of the Society is in Berlin. The financial year is the calendar year.

Article 2: Objective of the Society

1. The objects for which the Society is established are the promotion of public health care, the promotion of education and knowledge, and the promotion of charitable purposes, globally.

1.1 The promotion of public health care is achieved in particular by

- a) Dissemination of informative, enlightening and educational measures of prevention against HIV and AIDS both locally and through the internet.
- b) Construction and support of schools as the foundation for education on HIV/AIDS and a healthy way of life.

1.2 The promotion of education and knowledge is achieved in particular by

- a) Arrangement of sponsorships
- b) Production and publication of teaching and learning materials (brochures, books, posters, postcards, videos and the like).
- c) Foundation and permanent expansion of a MAAA communication forum in the internet to collect, document and publish artistic works and various information relating to HIV/AIDS, and to network with activists on all levels.

d) Organization of and participation in projects, seminars, workshops and events concerning the issue of HIV/AIDS worldwide.

1.3 The promotion of charitable purposes is achieved in particular by

a) Assistance and support for people with HIV for example by organization of psychosocial care

b) Assistance and support for people affected by AIDS for example by financial support for the needy when treating secondary infections or side effects of medication

c) Assistance and support for their relatives like poor widows, widowers and orphans and their surroundings , i.e. shelter, support for health promoting measures such as good hygiene in domestic areas

2. **maaa** can also make financial or material means available to other corporations, institutions and foundations which are eligible for tax relief if these support the objects of the Society as in Article 2.

Article 3: Charitable Status

1. The Society solely and directly pursues charitable and public welfare objects within the meaning of the section of tax law relating to "tax-deductible purposes" or according to regulations overriding this section.

The Society acts on a non-profit basis. It does not primarily pursue economic purposes as such. The income of the Society shall only be used for the purposes covered in the statute.

2. Members do not receive any money from the funds of the Society. No person may be recompensed for expenditures which are not in accordance with the objects of the Society, or receive unreasonably high remuneration.

3. In the event of the winding-up or dissolution of the Society or the cessation of its current object, the assets of the Society will be transferred to the Society "SOS Kinderdorf e.V.", which will use them directly and solely for charitable purposes.

Article 4: Membership

1. Members can be natural persons and legal entities as well as organisations.
2. The Society has active, supporting and honorary members.
 - 2.1. Active members support the objects of the Society through active participation by accepting permanent or long-term responsibilities. They have voting rights at General Meetings and are eligible for office.
 - 2.2. Supporting members support the Society on a considerable scale; they shall be invited to General Meetings, and support the Society by means of donations and promoting its work. They may propose written submissions at General Meetings, however, they have no voting rights.
 - 2.3. Honorary members are persons in public life or persons of particular merit. They may propose written submissions at General Meetings, however, they have no voting rights.
3. Membership to whichever category shall be granted by applying in writing to the Executive Board, which decides upon the admission with a simple majority. Reasons for non-acceptance do not have to be given to the applicant.
4. The Executive Board maintains a register of members and their membership status. In the event that membership status changes and/or the qualification criteria for the type of membership change, the Executive Board may place the member in the appropriate membership category. Article 4, sentence 2 applies accordingly.
5. Membership is not transferable. It ceases on death, resignation or expulsion. Resignation from the Society is effected immediately upon written notification to the Executive Board. The Executive Board will pronounce expulsions, if a member violates the interests of the Society. The expulsion takes when the Executive Board sends the member the notice of expulsion. Subscriptions are not refundable.
6. Members pay annual membership subscriptions as determined by the Executive Board. Honorary members are exempt from membership subscriptions. In individual cases, the Executive Board may totally or partially waive the subscription payment..

Article 5: Liability

The Society is liable to third parties only to the extent of its own assets. Individual members have no liability for the Society's affairs. Similarly, the Society is not liable for the affairs of its members. After termination of membership a former member has no claims to the assets of the Society.

Article 6: Patronage

Patronage is permitted.

Article 7: Executive Board

1. The Society shall have at least two board members and they shall have equal rights. Each board member may severally represent the Society.
2. The board shall be elected by the General Meeting for a term of three years. Re-election is possible. The board members shall remain in office until the election of a new Executive Board member. In the event of a board member resigning or departing before serving the full term of office, the remaining board members can elect a new board member whose term of office will only be until the next General Meeting.
3. The Executive Board represents the Society in court and public.
4. Responsibilities of the Executive Board:
It carries on all business of the Society, manages its assets, convenes and organizes General Meetings, discusses and delegates management responsibilities and employs personnel.
5. Board members can receive expense allowances or payment for their work. The Executive Board draws up contracts relating to this work with the respective members, § 181 of the Civil Code (BGB) does not apply.

Article 7: General Meetings

1. The ordinary General Meeting is composed of all members. It shall meet annually in the second half of the financial year. It shall be convened by a member of the Executive Board giving 14 days notice in writing by letter or e-

mail at the last known address specifying the nature of the business . An extraordinary General Meeting shall be convened giving 21 days notice if the interests of the Society require it, or if so required by one-third of the active members.

2. The General Meeting may transact business regardless of the number of participants, provided it was properly convened. Only active members have voting rights. The members carry resolutions with a simple majority of those members present who are entitled to vote; changes to the statutes need a two-thirds majority and decisions pertaining to dissolution and change of objects need a nine-tenths majority. Active members may vote by proxy. A member can only represent two other members.

3. The General Meeting discusses and makes decisions on the objects and tasks as in § 2: acceptance of the annual report, election of the Executive Board, changes to the statutes, election of auditors, dissolution of the Society.

Article 8: Advisory Committees

For special tasks, the Executive Board or the General Meeting may establish workgroups or advisory committees. Expense allowances and fees can be paid.

Article 9: Auditor

The general assembly elects an auditor who shall audit the financial report, formally and in content. His/her term of office will be 3 years.

Article 10: Minutes

The resolutions passed at Executive Board meetings and General Meetings shall be recorded in writing, signed and filed. The minute-taker shall be elected by the General Meeting. The minute-taker and one of the board members present shall sign the minutes.

Article 11: Miscellaneous

The Executive Board shall have the right to make changes to the statute which are required for attaining charitable status, for registration in the register of Societies or for the establishment of the location of the Society and for

patronage. Change to the statutes shall be effected by a resolution of the Executive Board which shall be put in writing and promptly brought to the attention of all members.

Berlin, 14th April 2005

Roland Futterer
Executive Board

Bettina Falkenberg
Executive Board

Courtesy Translation

In case of differences or disputes, the German version shall prevail.