



Articles of Association of “Muzuganda”

§ 1 Name, Head Office, Financial Year

1. The association is called “Muzuganda”. It shall be put in the register of associations and then be named “Muzuganda e.V”.
2. The association has its head office in the city of Schwarzenbek, Germany.
3. The financial year of the association is the calendar year

§ 2 Purpose of the association

1. The association “Muzuganda“ pursues only and directly non-profit and charitable purposes in accordance with the paragraph “tax-privileged purposes“ of the tax regulations.
2. The purposes of the association are to support the development cooperation and charitable purposes as defined by § 53 AO of the German tax regulations. The purposes are put into effect directly in Uganda by an auxiliary person and are characterized as the obtaining and passing on of resources and means. Resources and means in this context can be the purchasing of mosquito nets, medicines and medical supplies as well as medical instruments, materials to build wells and the purchasing of materials to build classrooms and schools.
3. The association works in a selfless manner and does not follow commercial viability in the first instance. Members of the association do not receive any financial contributions out of the means and resources of the association. Means and resources of the association have to be used exclusively for the purposes of the association as defined by these articles of association. No person is permitted to benefit from unusually remunerations or spending that is not familiar to the association’s purposes.

§ 3 Membership

1. Every person that is natural, of age and legal can be a member of the association if this person wants to support the charitable purposes of the association.
The executive committee can also admit younger members of the association if the legal representative, one representative is enough, communicates his/her written permission.
2. The application for membership takes place in written form vis-à-vis the executive committee. The executive committee decides on each application with a simple majority. The membership takes effect after a written letter of acceptance that is also possible via E-Mail. In case of a denial a message to the applicant containing reasons for objecting is not necessary. A contesting vis-à-vis the general meeting is not possible.
3. The membership ends:
 - a. with the resignation of the member. The resignation is to be declared vis-à-vis the executive committee. The resignation can be declared with a deadline of one month towards the end of the financial year.
 - b. through exclusion. If a member has damaged the reputation or interests of the association seriously, it can be excluded with a 2/3 majority by the general meeting of the association. The member gets the opportunity to comment on the exclusion's reasons within the general meeting. The exclusion's reasons must be told to the member in written form and at least two weeks before.
 - c. through death of a member.
 - d. it ceases to exist if a member does not pay the membership subscriptions for two years, even if this person received three written exhortations beforehand.
4. The membership fees and their level are charged by the general meeting and are planned to cover the association's responsibilities. In exceptional cases, an exemption or a reduction of the membership fees must be applied to the executive committee in written and well-founded form. The executive committee decides with a simple majority.



§ 4 Organs of the Association

- a. the executive committee
- b. the general meeting

§ 5 The Executive Committee

1. The executive committee consists of:
 - a. the chairperson
 - b. the vice chairperson
 - c. the treasurer
 - d. the secretary
2. The executive committee's responsibilities are the representation of the association as defined by § 26 BGB, the German Civil Code, and the management of the association's businesses. The chairperson, the vice chairperson, the treasurer and the secretary represent the association in judicial and non-judicial contexts on their own.
3. The association's membership is obligatory for the executive committee. The general meeting elects the executive committee for a period of three years (beginning from the determination of the election). After the period of office, a member remains in its office until a successor is elected. If a member leaves the executive committee early, the remaining members are entitled to elect a member of the association as temporary member of the executive committee in the general meeting before the elections of a successor begin.
4. The executive committee assembles if necessary. These meetings are determined by the chairperson or if the chairperson is prevented by the vice chairperson; a deadline of at least one week should be met. The executive committee is quorate if at least two members are present. The majority of the valid votes decides on the draft resolution. In the event of a tied vote the chairperson's vote or if the chairperson is prevented the vice chairperson's vote decides. The resolutions must be taken down in a timely manner. The protocol must be signed by the secretary or another present member of the executive committee.



5. The executive committee is responsible for all affairs of the association, especially for
 - a. the determination and preparation of the general meetings including the setting of an agenda
 - b. the execution of the resolutions of the general meetings
 - c. the administration of the association's money and the preparing of the annual report
 - d. the admission of new members
6. The members of the executive committee do their job voluntarily, but they are entitled to reimbursement.

§ 6 The General Meeting (GM)

1. The general meeting is responsible for all decisions concerning:
 - a. changes of the articles of association
 - b. the breakup of the association
 - c. the election and recall of the association's members
 - d. the receipt of the annual report and the approval of the actions of the executive committee
 - e. the determination of the admission and membership fees
 - f. the determination of two cash auditors
2. At least once a year, far as possible in the first quarter of the year, the executive committee shall call an ordinary general meeting. This calling occurs in written form with a deadline of four weeks and contains the agenda. The deadline starts with the first day after the dispatch. The invitations are to be send to the last known address of the individual member.
3. The board sets the order of business. Every member of the association can petition for items to be added to the agenda in written form one week prior to the general member assembly. The board decides about the request and there will be a discussion with the petitioner. The general member assembly decides about rejected petitions or petitions raised only in the assembly; the majority of votes of the attending members decides; this does not apply to petitions, which aim at changing the by-laws, resolving the association, or changing the membership fees.



4. An extraordinary general meeting is called if the interest of the association is touched or 10% of the association's members apply for it in written form by giving purposes and reasons. As far as possible a deadline for the invitation of two weeks shall be considered and the agenda shall be announced in the invitation.
5. The general meeting is led by the chairperson or if the chairperson is prevented by the vice chairperson.
6. The general meeting has a quorum if at least one quarter of all association members are present. If the general meeting does not have a quorum, the executive committee should call for a second general meeting with the same agenda within the next four weeks. This general meeting has a quorum with no regard for the number of the present members. This fact must be mentioned in the previous invitation.
7. The manner of vote is defined by the leader of the general meeting. If applied by a member, the vote must be carried out in written form. A simple majority of the valid votes is necessary for a draft resolution.
8. The by-laws can be changed upon request of the board or of a member of the general member assembly. A change of the by-laws can only be decided upon if the agenda in the invitation to the general member assembly includes the agenda item "change of by-laws." A decision to change the by-laws requires a majority of two-thirds of the attending members.
9. All members decide in cases where the general meeting must decide as directed by the BGB. Especially the receipt of the annual report and the foresighted planning of the executive committee are the tasks of the general meeting. The approval of the actions of the executive committee at the expiry of the financial year is another task of the general meeting.
10. The election of the executive committee and votes on applications that are not specifically regulated by these articles of association are put into effect with the majority of the present members.



11. The general meeting decides on two cash auditors for a period of one year. A re-election is possible, but the practising of this office is limited to two financial years in succession. The election takes effect with a 2/3 majority of the present members. If a cash auditor resigns from its office, new elections are called by the executive committee.
12. The determination of the membership fees occurs with a 2/3 majority of the present members.
13. If a candidate does not get the majority of the present member's votes, the candidate with the most votes is elected. If there are more than one candidate, a final ballot is put into effect.
14. A breakup of the association can only be decided with a 2/3 majority of the present members in a general meeting. The general meeting has a quorum if 50% of all members are present. In case of the association's breakup or the ending of tax-privileged purposes the association's money shall be transferred to the association **Viva con Agua de Sankt Pauli e.V.**, Neuer Kamp 32, 20357 Hamburg, Germany. This association shall use the association's money only for charitable or ecclesiastical purposes.
15. A protocol of the general meeting's course of events and the draft resolutions shall be drawn up. The protocol must be signed by the protocol secretary and the leader of the general meeting.

§ 7 Registration of the Association

The association shall be registered in the register of associations.

The association is led as a charitable institution.

The articles of association are put into effect after the registration and recognition of the association.