



— THE BONN —  
ENGLISH SINGERS

**ARTICLES OF ASSOCIATION**  
**— *CONVENIENCE TRANSLATION* —**

1 December 2016

Founding version of 1 September 2016

## **§ 1 Name and seat**

- (1) The name of the association is “The Bonn English Singers”.  
The association will be entered in the register of associations and then add “e.V.” to its name.
- (2) The seat of the association is Bonn.

## **§ 2 Business year**

The business year is the calendar year.

## **§ 3 Purpose of the association and non-profit status**

- (1) The purpose of the association is the cultivation of art and culture in the area of choral music.
- (2) The association pursues objectives that are exclusively and directly non-profit-making within the meaning of the “Tax-privileged purposes” chapter of the German General Tax Code (*Abgabenordnung*).
- (3) The association is non-profit-making; it does not primarily pursue its own economic purposes.
- (4) Funds of the association may be used solely for the purposes permitted by these Articles of Association. The members do not receive any contributions from the association’s funds.
- (5) No person may benefit from disbursements which do not support the purposes of the association or from disproportionately high remuneration. All office-bearers act in an honorary capacity.

## **§ 4 Acquisition of membership**

- (1) The association consists of singing and supporting members. Any capable singer can become a singing member. A supporting member can be any natural or legal person that wants to support the choir’s activities without being a singer.

- (2) The membership application must be made in writing.  
Acceptance or rejection of the application is decided by the Board in agreement with the Artistic Director.

## **§ 5 Termination of membership**

- (1) The membership ends by means of withdrawal, expulsion, death, or the dissolution of the legal person.
- (2) A member's notice of withdrawal must be addressed in writing/by email to the Board. The written notice of withdrawal must be submitted to the Board with one month's notice to the end of a calendar quarter.
- (3) A member cannot be expelled unless for there are serious grounds for such expulsion. Serious grounds include in particular: conduct that is harmful to the aims of the association, a breach of obligations laid out in the Articles of Association, or contributions in arrears of at least one year.
- (4) The Board decides on the expulsion, stating its reasons in writing, after consultation with the member in question.

The expelled member has the right to appeal to the General Meeting. Notice of the intention to appeal must be submitted to the Board in writing within one month of the expulsion. The decision of the General Meeting is final.

The right of a member to apply to the ordinary courts is reserved.

## **§ 6 Contributions**

Each member pays a membership contribution. The General Meeting determines the amounts and due dates of the contributions.

## § 7 Association bodies

The bodies of the association are

- the General Meeting
- the Board.

## § 8 General Meeting

(1) The General Meeting is the highest body of the association.

Only singing members are eligible to vote in the General Meeting.

The tasks of the General Meeting include:

- Electing and dismissing the members of the Board
- Electing and dismissing the Artistic Director
- Approving the activities of the Board
- Receiving the reports of the Board
- Electing the cash auditor
- Determining the amounts and due dates of membership contributions
- Voting on amendments to the Articles of Association
- Voting on the dissolution of the association
- Deciding on the admission and expulsion of members in appeal cases

and additional tasks as required by the Articles of Association or statutory provisions.

(2) An ordinary General Meeting takes places during the first quarter of each business year.

The Board is obliged to call an extraordinary General Meeting if at least one-fifth of the singing members demand such a meeting in writing with reasons stated.

(3) The General Meeting is convened by the Board in writing/by email with one month's notice, giving details of the agenda.

The notice period begins on the day following the sending of the invitation.

The invitation is considered effective when it is forwarded to the most recent address the member has provided to the association.

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- (4) A supplementary item must be added to the agenda if a member requests this in writing no later than one week before the date of the meeting. Any supplementary items must be announced at the beginning of the meeting.
- (5) Motions concerning the dismissal of the Board, amendments to the Articles of Association and the dissolution of the association that are not included with the invitation to the General Meeting cannot be decided on until the next General Meeting.
- (6) The General Meeting is quorate regardless of the number of members present.  
The General Meeting is chaired by a Board member.  
A secretary is elected at the beginning of the General Meeting.  
Each singing member has one vote. The right to vote can be exercised only in person or by written proxy.  
Resolutions are passed by a simple majority of the votes cast.
- (7) Amendments to the Articles of Association require a majority of two-thirds of the singing members present; the election or dismissal of the Artistic Director is by absolute majority.  
Minutes of the resolutions of the General Meeting must be compiled; they must be signed by the chair of the meeting and the secretary.

## **§ 9 Board**

- (1) The Board assumes the day-to-day management of the association and is the managing board within the meaning of Sec. 26 of the German Civil Code (*Bürgerliches Gesetzbuch – BGB*).

The Board consists of a Chair, a Vice-Chair and a Treasurer.

Each Board member has sole authority to represent the association based on Board resolutions.

- (2) The General Meeting can resolve to introduce additional Board positions, to rename existing Board positions, or to abolish existing Board positions.
- (3) Board members are elected by the General Meeting for a term of two years and remain in office until the subsequent Board members are appointed in accordance with the Articles of Association.

Board members must be singing members of the association.

Board members may be re-elected.

- (4) If a Board member retires or resigns, either the Board appoints a new Board member or another Board member assumes the business of the departing member until a new Board election is held in accordance with the Articles of Association.

If a member of the Board retires or resigns from the association, his/her position as a Board member is terminated automatically.

- (5) The Board passes its resolutions at Board meetings convened in writing or orally by the Chair or the Vice-Chair.

The resolutions of the Board are recorded in writing and signed by the Chair and the secretary.

## **§ 10 (Cash audit)**

The General Meeting elects a cash auditor for a term of one year.

The cash auditor must not be a Board member.

The cash auditor may be re-elected.

## **§ 11 Dissolution of the association**

- (1) The dissolution of the association can be resolved only by the General Meeting with a majority of three-quarters of the singing members present.
- (2) Unless the General Meeting determines otherwise, the Chair and the Vice-Chair are the jointly authorised liquidators.
- (3) In the event of the dissolution or disbandment of the association or the discontinuation of its non-profit status, the association's assets revert to a legal person under public law or another tax-privileged body for the purpose of promoting art and

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culture.

These Articles of Association were drawn up on 1 September 2016.

Hersel, 1 September 2016

Signed by:

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