

**CONSTITUTION OF THE
AMERICAN WOMEN'S CLUB OF HAMBURG e.V.**
As of November 2016

§1: NAME

This club is named "American Women's Club of Hamburg e.V." (abbreviated AWCH). It is a nonprofit, nonpolitical and nondenominational association, registered in the Vereinsregister of the Amtsgericht Hamburg (Association Register of the District Court of Hamburg).

§2: PURPOSE OF THE CLUB

The American Women's Club of Hamburg e.V. exclusively and directly pursues social and charitable purposes within the meaning of the section entitled „Steuerbegünstigte Zwecke“ (Tax Benefit Purposes) in the Tax Regulations.

- A. The purpose of the club is the promotion of international understanding, welfare care, the support of people in need and education. The purpose of the articles of incorporation is in particular realized by:
 - 1. Procurement of funds for the realization of charitable purposes by other tax-privileged bodies and bodies governed by public law.
- B. These constitutional purposes are realized
 - 1. In particular through lectures and congresses, exhibitions, information stands and publications.
 - 2. Supporting and advising American women and their families in the Greater Hamburg area during the transition to a life in Germany.
 - 3. Promoting cultural exchanges between Americans, Germans and other nationals.
 - 4. Information to members on subjects with U.S. American reference.
 - 5. Furthermore, by providing financial support to other tax-privileged bodies and bodies governed by public law in the realization of non-profit purposes within the meaning of this constitution.
- C. The club is a nonprofit organization; it does not primarily pursue economic purposes. Means of the club may only be used for the purposes of this constitution. The members do not receive payments from the association. No person may benefit

from expenses that are foreign to the purpose of the club or from disproportionately high remuneration.

§3: MEMBERSHIP

The club consists of full members and associate members. The final responsibility for all decisions regarding applications for membership lies with the Board whose provisions are binding. Membership in the AWCH ends by cancellation, termination of membership or death of a member.

A. Full Membership

Persons eligible for full membership are those persons living in the Hamburg area who hold a U.S. passport or who are married to a U.S. citizen or have children who are U.S. citizens or who have lived for at least five (5) years in the United States of America.

B. Associate Membership

Associate membership is given to English-speaking people living in the greater Hamburg area who want to support the goals of the club, but do not fulfill the conditions for full membership.

- C. The Board may, at its sole discretion, provide for other categories of membership.

§4: BOARD OF OFFICERS

A. Composition

- 1. The Board is the supreme body of the AWCH and is elected by membership. The Board is composed of President, Vice-President and Treasurer. The composition of the new Board of Directors shall be determined annually by the previous Board, and will be made public to the members, together with a list of the candidates for election.
- 2. The Board shall be responsible for the administration of the club and all questions of principle.

B. Legal Representatives

Two of the three members of the Board, the President, the Vice President and the Treasurer, are to formally represent the

club within the framework of the German „Zivilgesetz“ (Civil Code).

C. Removal of Board Members

All members of the Board may be dismissed if they do not fulfill their official duties. The dismissal is decided by a majority decision from the Board.

D. Any changes in the composition of the Board shall be reported to the club members.

§5: ANNUAL GENERAL MEETING

The Annual General Meeting (AGM) takes place once a year. The Board shall convene the AGM at least thirty (30) days prior to the date of the meeting by announcing the proposed agenda in writing. The minutes of the AGM, which also contains amendments to the constitution and election results, are signed by the President and the Secretary and translated into German. Copies of the signed minutes are submitted to the Amtsgericht Hamburg (District Court of Hamburg). Resolutions of motions shall be by a two-third (2/3) majority of the valid votes cast.

All members of the Board are elected at the AGM. The electoral procedure is determined by the acting Board. The election is decided by a majority (51%) of the valid votes cast.

§6: QUORUMS

At the Annual General Meeting, ten per cent (10%) of the current voting membership shall constitute a quorum.

§7: DUES

Changes to the annual membership fee will be decided at the AGM or at a special meeting called by the Board. The date shall be announced to Members thirty (30) days in advance. A two-third (2/3) majority of the valid votes cast shall be decided upon in the decision-making process. Membership fees are used for the running costs of the club.

§8: AMENDMENTS

Amendments to the articles of the constitution may be decided by a majority of two-thirds (2/3) of a quorum group of members of the club at any time, provided that the proposed amendment has been

submitted to Membership at least thirty (30) days before the vote. Amendments to the articles of the constitution must be approved by the Finanzamt (German Financial Authority).

§9: DISSOLUTION OF THE CLUB

In the event of the dissolution or disbandment of the club or the abolition of tax-privileged purposes, the clubs' assets fall to the Maecenata Stiftung, which must use it directly and exclusively for social, charitable or parochial purposes.

§10: SAVINGS CLAUSE

All existing guidelines, rules, regulations and principles remain fully valid, without the need for ratification insofar as they do not conflict with the above constitution.

§11: SEVERANCE CLAUSE

If, for any reason, any section of this constitution proves to be unconstitutional or unlawful, the affected section may be deemed severed without the remaining constitution becoming void.