

Articles of association “Dörfer der Zukunft e. V.” (“Villages of the Future”)

§ 1 (Name and seat)

- (1.1) The name of the association is “Dörfer der Zukunft”.
- (1.2) The association shall be registered in the German register of associations [Vereinsregister], and the indication “e. V.” [eingetragener Verein; registered association] shall be added.
- (1.3) The seat of the association is in 53474 Bad Neuenahr-Ahrweiler.

§ 2 (Financial year)

The financial year is the calendar year.

§ 3 (Purpose of the association)

- (3.1) Encouragement of developing and newly industrialized countries
- (3.2) Encouragement of development cooperation
- (3.3) Encouragement of nature protection
- (3.4) Encouragement of education and professional education

These purposes are realized namely through the following measures:

(3.5) Promotion of social and environmental, self-sufficient village communities with medical and social institutions, with sustainable economies und future-oriented education and development opportunities, taking into account specific regional characteristics.

(3.6) Planning and implementation of villages that are self-sufficient regarding energy and food supply.

(3.7) The support of training and instruction of people in the following fields: sustainable management, ecological building, geriatric care, child and youth care, reforestation, ecologic use of water, organic farming and agroforestry, implementation of renewable energies, construction of sanitary facilities, biodiversity, circular economy, observing human rights.

(3.8) The support is dedicated exclusively to developing and newly industrialized countries.

(3.9) The implementation and construction of villages organized by the association is financed exclusively via donations and funds, and carried out by voluntary helpers.

(3.10) The purposes listed under § 3 Sections 3.1–3.9 are realized under the guidance of experts of the association as well as of external experts.

§ 4 (Non-profit work)

(4.1) The corporation, i.e. the association, pursues exclusively and directly charitable purposes according to the section “tax-privileged purposes” of the German Fiscal Code [Abgabenverordnung].

(4.2) The association is a charitable organization; it does not primarily pursue its own financial purposes.

§ 5 (Use of funds)

The funds of the association funds may exclusively be used for purposes determined in the articles of association. The members may not receive any benefits from the funds of the association.

§ 6 (Prohibition of benefits)

No person may obtain benefits from expenditures inconsistent with the purpose of the association or from unreasonably high remuneration.

§ 7 (Acquisition of membership)

(7.1) Natural or legal persons can become members of the association.

(7.2) The application of membership has be submitted in written form.

(7.3) The decision on the application of membership is made by the board.

(7.4) The applicant may appeal against the refusal, which needs no justification, by convening a general meeting of members which makes the final decision on the respective case.

(7.5) Honorary members are elected by the general meeting of members.

§ 8 (End of membership)

(8.1) Membership ends with the resignation, exclusion or death of the member, or, in case of a legal person, with the dissolution of the legal person.

(8.2) Members may resign from the association by sending a written declaration to the responsible board member. The written declaration of resignation has to be sent to one of the board members at least one month before the end of the financial year.

(8.3) Members may only be excluded due to important reasons, namely when they violate the aims of the association, or when they have not paid their contribution for at least one year. Decision about the exclusion is made by the board. Excluded members may appeal against the exclusion by convening a general meeting of members. The respective request has to be sent to the board within one month after the exclusion. The general meeting of members makes the final decision, in the framework of the association. The excluded member may submit the case to a civil court for an external examination. The submission of the case to a civil court has a suspensive effect until the final and binding decision of the respective court.

§ (Contributions)

(9.1) Members have to pay a contribution.

(9.2) The amount of the contribution and the relevant due date for payment are determined by the general meeting of members.

(9.3) The board decides about the granting of a reduced contribution following a written application.

§ 10 (Bodies of the association)

(10.1) General meeting of members

(10.2) Board

§ 11 (General meeting of members)

(11.1) The general meeting of members is the most important body of the association. Its responsibilities consist of the following: election and dismissal of the board, discharge of the board, acceptance of the board's reports, election of the treasurer, determination of the amount of the contributions and the relevant due date for payment, decision on amendments of the articles of association, decision on the

dissolution of the association, decision on the admission or exclusion of members in appeal proceedings, as well as other duties which may arise from the articles of association or from the law.

(11.2) A general meeting of members takes place at least once per financial year.

(11.3) The board has to convene an extraordinary meeting of members when at least one third of the members have handed it in a reasoned request in written form.

(11.4) The meeting is convened by the board. The formal notice has to be submitted in written form, by post or e-mail, along with the agenda at least one month before the meeting. The one-month period starts one day after the invitation letters have been sent to the members. The invitation letter is considered to be received by a member when it has been sent to the most recent address known by the association.

(11.5) The agenda has to be amended when a member asks for it in written form not later than one week before the meeting. The amendment has to be communicated to the members at the beginning of the meeting.

(11.6) Any motion for the dismissal of the board, for an amendment of the articles of association or for the dissolution of the association which have not been sent to members together with the invitation letter for the meeting may be decided upon only on the following meeting.

(11.7) The general meeting of members constitutes a quorum no matter how many members are present.

(11.8) The general meeting of members is chaired by a member of the board.

(11.9) A secretary has to be appointed at the beginning of each general meeting of members.

(11.10) Each member has one vote. The voting right can only be exercised in person or, for an absent member, upon production of a written authorization.

(11.11) Honorable members do not have a vote.

(11.12) Decisions are taken by simple majority of the votes cast.

(11.13) Decisions on the amendment of the articles of association or on the dissolution of the association can only be taken by a majority of two thirds of the members present.

(11.14) Abstentions and invalid votes are not taken into account.

(11.15) Decisions made during the general meeting of members have be recorded in the form of a protocol which has be signed by the chair of the meeting and the secretary.

(11.16) In the future, general meetings of members may be held via Skype or in the form of a conference call.

§ 12 (Board)

(12.1) The board according to Article 26 BGB [German Civil Code] consists of the first chairman, the vice-chairman, the cashier and the secretary. They represent the association both judicially and extra-judicially. On any occasion, the association has to be represented by two members of the board.

(12.2) The board is elected by the members for a period of two years.

(12.3) Only members of the association may be elected members of the board.

(12.4) Re-election is permitted.

(12.5) The board remains in its function until a new board is elected.

(12.6) When a member leaves the association, he or she can no longer be a member of the board.

(12.7) The board consists of four people:

- a chairman
- a vice-chairman
- a secretary
- a treasurer.

(12.8) An expansion of the board may be decided upon on a general meeting of members. The decision to expand the board and include two assessors may be taken by a majority of two thirds of the members present.

§ 13 (Cash audit)

(13.1) A cash auditor is elected by the general meeting of members for a period of two years.

(13.2) The cash auditor may not be a member of the board.

(13.3) Re-election is permitted.

§ 14 (Dissolution of the association)

In case of the dissolution or annulment of the association, or the loss of its tax-privileged status, the association's property becomes property of

Unicef, SOS-Kinderdorf e. V., Renatastraße 77, 80639 München.

This association has to use these means exclusively and directly for charitable purposes.

§ 15 (Decision on the validity)

These articles of associations were adopted on the inaugural meeting of the association "Dörfer der Zukunft e. V." on 14 November 2012 in Bad Neuenahr-Ahrweiler, and signed by the founding members present. The association "Dörfer der Zukunft e. V." was established as from 12 December 2012. The articles of associations entered into force with the registration in the German register of associations.

Amended articles of association

15 May 2014

Last change: General meeting of member at the 24.5.2014 in Sasbachwalden-Schönbüch

§ 4 (Selfless activity)

The incorporation only pursues immediately an charitable purpose in the interes oft he paragraph of tax-priviledged purposes regarding the tax code.

§ 11 (General meeting of the members)

(11.2) In jedem Geschäftsjahr findet eine ordentliche Mitgliederversammlung statt.

§ 14 (Dissolution of the association)

If the association is dissolved or a lapse of tax-privileged purposes occurs, the estate of the association will be transferred to:

Unicef , SOS-Kinderdorf e.V. , Renatastraße 77, 80639 München, allowed to spend or use it immediately for charitable purposes only.

Sassbachwalden-Schönbüch May 24. 2014

1.Chairman

Udo Heimermann