

# Constitution

## Make Change Possible e.V.

### § 1 Name, Location, Registration, Business year

- a) The Society bears the name “Make Change Possible e.V.”.
- b) The Society “Make Change Possible e.V.” is registered in Heidelberg, Germany.
- c) The Society is registered in the register of societies at the district court of Heidelberg.
- d) The business year is the calendar year.

### § 2 Purpose

- a) Promotion of education and personal development within the framework of the “Creativity Action and Service Program” (CAS) of the International Baccalaureate (IB).

In particular, this program promotes:

- The ethical development of young people, enabling them to apply their skills, talents and ideas charitably in the service of people who are more needy or less privileged than themselves.
  - Initiative-taking and responsibility as world citizens.
- b) The Society is open to all who can identify with its goals.
  - c) Specifically this is achieved through international projects that planned, implemented and maintained by the projects’ participants
  - d) The aims of the Society are met, for example, through the Mayana Community Project in the north of Namibia.
  - e) The Society works without any political or religious ties.

### § 3 Not-for-Profit

The Society Make Change Possible e. V., registered in Heidelberg, pursues only not-for-profit goals in accordance with the paragraph on goals that qualify for tax-relief in the regulations for taxation.

The Society is active on not-for-profit basis and does not pursue its own commercial enrichment as its primary goal. The society's finances may only be used for purposes that are in line with its constitution. Membership of the society does not entitle members to any financial recompense from the Society's finances.

Persons shall not receive financial payments from the Society's finances:

- For goods or services that are not in line with the Society's purpose.
- That are disproportionately high to the services rendered.

#### **§ 4 Membership**

- a) Any person or legal entity that supports the Society's aims can become a member.
- b) Decisions on application for membership are taken by the Board.
- c) Membership is terminated when a member resigns, is expelled, or dies.
- d) Resignation of membership is only possible at the end of the year. Written notification of resignation is to reach the chair with a notice period of 6 weeks.
- e) A member can be expelled by the board with immediate effect if the member acts in contempt of the aims and interests of the Society, or if the member is, despite reminders, in arrears of 12 months with regard to subscription payments. In such cases, before expulsion, the member must be given the opportunity to defend or explain his or her actions.

#### **§ 5 Subscription Payments**

Members pay subscriptions in accordance with the decision of the members' general meeting. The subscription amount and due dates are decided by a simple majority vote expressed by members with voting rights that are present in the members' general meeting.

#### **§ 6 Constitutional Bodies**

- a) Committee
- b) Members' General Meeting

#### **§ 7 Committee**

- a) The committee comprises the chair, deputy chair, secretary, and treasurer. The committee represents the Society in legal and non-legal matters. Any two committee members are entitled to represent the Society.
- b) The committee is elected by the members' general meeting for a period of 3 years. Reelection of committee members is possible. The chair is appointed by the members' general meeting in a special election. The incumbent committee members remain in office after the official end of their period of office until successors have been elected. If a committee member resigns his or her position during the period of office, the committee shall appoint a replacement for the remainder of the period of office. The replacement is to be confirmed at the member's general meeting.
- c) The committee is responsible for the running business of the Society. Specifically, it is responsible for the following tasks:
  - I. Developing an annual plan.
  - II. Communicating the annual plan
  - III. Evaluating the annual plan
  - IV. In particular, the committee approves the framework and criteria of acceptance for projects and project leads.
  - V. (Project leads).
  - VI. The committee performs its duties on a voluntary basis. Committee members can, at their own discretion, claim the flat-rate sum for volunteer workers (Paragraph 3, Nr. 26a, ESTG).
  - VII. The committee can appoint a director for ongoing business. The director is entitled to take part in committee meetings with a consultative role.
  - VIII. Committee meetings take place at least twice per year. Invitations to committee meetings are issued by the chair in written form at least 14 days in advance. The committee is quorate if at least two committee members are present.
  - IX. The committee aims for unanimous decisions. In cases where this is not possible, decisions are taken by a simple majority.

## **§ 8 Members' General Meeting**

- a) The members' general meeting is called annually.
- b) An extraordinary members' meeting can be called if required by the interests of the Society, or if requested in writing by 30% of the members, stating the reasons.
- c) Invitations to the members' general meeting are issued in writing by the committee at least 2 weeks in advance. The agenda is also published at this time.

The member's general meeting, as the society's highest decision-making body, is generally responsible for all tasks that have not been assigned to other bodies

according to the constitution. In particular, the committee makes the annual accounts and the annual report available for approval by the members' general meeting. The members' general meeting appoints an accounts verifier – a member who has not also been involved at the request of the committee in the preparation of the accounts.

- d) The members' general meeting takes decisions on matters such as:
  - I. Subscriptions
  - II. Tasks of the Society
  - III. Approval of all business regulations for the committee
  - IV. Changes to the constitution
  - V. Dissolution of the Society
  - VI. Purchase, sale and deployment of assets
  - VII. Organizational memberships
  - VIII. Loans of over 5000 euro
- e) All members' general meetings that are called according to the constitution are considered quorate regardless of the number of members present. Each member has one vote. Members can appoint another member in writing as proxy. Each member can represent a maximum of 2 other members.
- f) The members' general meeting takes decisions by simple majority. In the case of a tied vote, the motion is considered rejected.

## **§ 9 Changes to the Constitution**

- a) A 2/3 majority of all members present is required for changes to the constitution. It is only permissible to vote on changes to the constitution provided the item has been tabled in the agenda and that the existing text and proposed text are submitted with the invitation.
- b) Constitutional changes that required by the supervisory, legal or financial authorities for formal reasons, can be made by the committee. Such changes are to be communicated immediately to the members in writing.

## **§ 10 Notification of Decisions**

Decisions taken in committee meetings and members' general meetings are to be minuted and signed by the committee.

## **§ 11 Dissolution of the Society and Transfer of Assets**

- a) A ¾ majority of members present at the members' general meeting is required to dissolve the Society. The decision can only be taken after timely announcement in the invitation to the members' general meeting.

b) In the case of dissolution or suspension of the Society, or if the Society's purposes no longer qualify for tax-relief, the Society's assets will be transferred to ongoing projects that are supported by the Society or to another body qualifying for tax-relief with educational objectives that are comparable with those of the Society §2.

Place .....

Date .....

Signatures .....

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