STATUTES

of the Bremen Overseas Research and Development Association
BORDA e.V.

Preamble:
1. Against a background of changing business structures worldwide, the coordination of science, politics and practical fields with the cooperation of all parties involved is becoming increasingly important.

2. Cooperation coordinated on a partnership basis is the basic prerequisite for positive development: Expected is not just the willingness to assist in overcoming dependent relationships strengthened on an international level, but also the acceptance of the needs of the population in developing countries as an important focal point of the cooperation.

3. The association mainly deals with questions of local, regional and state planning taking into account ecological and economic aspects.

4. It stands to reason that Bremen was chosen to establish the association, as the manifold relationships and connections of Bremen and its ports which have developed throughout history are used for these new and broader tasks.

§1
Name and Registered Seat
1. The Bremen Overseas Research and Development Association BORDA e.V. is an amalgamation of those parties who are interested in this task.

2. The registered seat of the association is Bremen. The fiscal year shall be the calendar year.

§2
Task and purpose
The purpose of the association is the promotion of development cooperation, science and research and popular and vocational education. This is realized in particular by:

1. The association collects and distributes knowledge of activities for overseas in the field of overseas research and development cooperation in coordination of science, politics and practical fields. This knowledge is also implemented practically within the frame of projects of the development cooperation.

2. The association works with facilities of the same or similar tasks in industrial countries and developing countries on a partnership basis for the purpose of maintaining contacts and exchanging experience.
3. For the performance of its tasks, the association can conclude contracts for the implementation of organizational responsibilities with third parties and found corporations for the aid of the purpose of the association, resp. to participate in them.

4. Within the framework of its tasks, the association may operate in many different ways, e.g. by setting up an information and documentation department, by organizing conferences and lectures, through public relations work etc.

5. The association shall establish, maintain and operate a research department. This research department is formed as a central office working on a scientific basis bearing reference to practical issues and with the following tasks:

a) To arrange, promote and execute scientific, practical-technical and interdisciplinary research work in the field of activity of the association, in particular for working out bases for finding solutions in local, regional and state planning in developing countries by involving the partners concerned.

b) To assume responsibility for technical-scientific common and single tasks in the fields stated in cooperation with similar facilities and persons in developing countries.

c) To provide training and further training in the field of activity of the association.
   • by preparing teaching material
   • by organizing seminars and courses with teachers and students from developing countries and industrial countries.

d) To carry out other tasks required for achieving the aims of the association.

§3
Non-profit Status of the Association

The aims of the association are exclusively and directly non-profit making in accordance with the section "tax-privileged aims" of the fiscal code. The group shall not work for its own benefit, it does not in the first place have any commercial intentions. It is neutral with respect to party political and federation-related interests.

§4
Appropriation of the Funds and Contributions

1. The funds of the association may only be used for the purposes as stated in the statutes. The members shall receive no benefits from funds of the association. § 58. no. 1 of the revenue code remains unaffected by this.

2. No person may be favoured through administrative expenses, which are not in line with the objectives of the association or through disproportionately high remunerations.

3. The amount of the contributions shall be decided by the general meeting.

§5
Membership

1. Natural persons and legal entities or partnerships having legal capacity may become members if it can be expected that they will promote the aims of the association. Membership shall be acquired when a written application is accepted by the Executive Committee.
2. The membership will end in case of death, a declaration of resignation or exclusion, in the case of legal entities also through their termination. The resignation must be declared in writing towards the Executive Committee, it is only permitted to the end of a calendar year. The exclusion presumes a behavior which is harmful to the association. Exclusion requires a resolution passed by the general meeting with a 3/4 majority following a recommendation of the Executive Committee.

3. To avoid conflicts of interest, a member's membership shall be suspended for the duration of their employment with the Association.

§6

Bodies

The bodies of the association are:

a) General Meeting
b) The Executive Committee

§7

General Meeting

1. The general meeting consists of the members of the association and is the most superior body of the association. The general meeting passes the resolutions necessary for achieving the aims of the association. As an ordinary meeting it is in particular responsible for

a) electing the first and deputy chairman and the other members of the Executive Committee,
b) electing cash auditors,
c) determining the annual membership dues,
d) approving the annual budget,
e) accepting the activity report and the cash report of the Executive Committee,
f) discharging the Executive Committee,
g) changing the statutes,
h) passing resolutions on complaints against the rejection of an application of acceptance by the Executive Committee.

2. The general meeting shall be convened at least once a year by the Executive Committee (ordinary general meeting). The Executive Committee shall additionally convene a meeting at any time following a written request from the Advisory Committee or a fifth of all members with reasons given for this (extraordinary general meeting).

3. At least 6 weeks in advance, a written or digital (by email) invitation to the ordinary general meeting is to be sent giving the agenda; for an extraordinary general meeting at least 2 weeks in advance.

4. All general meetings convened in the correct form and in due time will have a quorum irrespective of the number of persons present. A simple majority of votes cast will decide, insofar as nothing else is stipulated by law or in these statutes. Each member shall be entitled to cast one vote.

5. Any changes to the statutes require a 2/3 majority of the members present at the meeting. A resolution on dissolution of the association shall only be effective if 3/4 of all members approve this resolution. If this number is not achieved at the general meeting it is possible to convene a further extraordinary general meeting; a majority of 3/4 of the members
present will be sufficient at this meeting, through which the resolution for dissolution of the
association shall become effective.

6. The resolutions of the meeting are to be recorded by the person keeping the minutes. The
recorded resolutions must be countersigned by the chairman of the meeting.

7. As a rule, the general meeting will be conducted by the first chairman.

8. The ordinary or extraordinary general meeting can take place as an in-person or digital or
"virtual" general meeting.

9. Each member may be represented by another member on the basis of a power of attorney
to be granted. However, one member may not represent more than two other members.

§8
Executive Committee

1. The Executive Committee consists of at least four, at the most nine members, namely:
   a) the first chairman
   b) the deputy chairman
   c) the treasurer
   d) the secretary
   e) and up to five assessors

2. The members of the Executive Committee, except the managing directors pursuant to §
10, shall exercise their functions in an honorary capacity. Consultancy services that exceed
the honorary exercise of an office may be recompensed upon approval by the Executive
Committee.

3. Representatives from politics, science and civil society are to be represented on the
Executive Committee.

4. The members of the Executive Committee shall be elected for two years respectively by
the general meeting. They may be re-elected.

5. The members of the Executive Committee shall remain in any case in office until a new
election takes place.

6. If the Executive Committee has appointed one or more managing directors pursuant to §
10, these shall conduct the business of the association, insofar as the Executive Committee
does not have the authority to exercise any or all executive functions. Otherwise, the first
chairman shall manage the business of the association with the support of an office. Each
member of the Executive Committee may at any time demand that the Executive
Committee vote on management measures.

7. The first chairman and each managing director under § 10 shall represent the association
individually both in court and out of court. In case the first chairman shall be prevented from
doing so, then the vice chairman shall take his place. The chairman is not required to
provide proof in case of prevention.

8. The Executive Committee shall write its own rules of procedure.
§9
Research Department

1. The association shall establish a research department whose tasks are defined in § 2 (5) of these statutes.

2. The Executive Committee shall be authorized to appoint a full-time or part-time manager of the research department.

3. The research department will draw up rules of procedure and have these approved by the Executive Committee.

§10
Managing Directors

The Executive Committee elected by the general meeting is authorized by way of resolution to appoint one or two full-time or part-time managing directors to manage the association to complement the elected Executive Committee. Such appointments are made for a period of two years, in each case until the general meeting will take place.

§11
Dissolution of the Association

In the event of the dissolution or withdrawal of the association or if tax-privileged purposes cease to apply the assets of the association will be transferred to the municipality of Bremen, which shall use these exclusively for non-profit making, charitable or church purposes.

29.03.2023

This is to certify that the translation is correct and complete.

Bremen, 04.04.2024