



Kindness
for Kitties

Articles of Association¹

Kindness for Kitties e.V.



Kindness
for Kitties

In the version of 24th of May 2024

Preamble

In accordance with our motto "In a world where you can be anything, be kind, we would like to use this association to help animals, especially the animals that we as humans have domesticated and made dependent on us, with empathy and compassion. We have made it our mission to reduce the suffering of the countless stray cats worldwide and to support those people who, against political, economic and social political, economic and social obstacles fight daily with unparalleled dedication for the protection and welfare of these animals. We can only achieve this goal together. We therefore ask all animal lovers to support us in our endeavors. We are of the opinion, that it is important to practice animal welfare beyond the borders of countries and continents and to take responsibility together as humans to protect innocent animals from suffering and violence.

§ 1

Name, Office and Financial year

- 1) The name of the association is

„Kindness for Kitties e.V.“
- 2) It has its registered office in Bochum, Germany and is entered in the German register of associations.
- 3) The financial year is the calendar year.

§ 2

Tasks and purposes of the association

- 1) The purposes of the association are
 - The promotion of animal welfare (Article 52 (II) No. 14 AO)
- 2) The association realizes its purposes in particular by

¹ For reasons of better readability, the generic masculine is used in lieu of the simultaneous use of feminine, masculine and various and diverse language forms. All personal designations apply equally to all genders.

- Raising fund and passing these funds on to animal rescuers and animal rescue organizations worldwide, in particular to enable rescue members of all kinds to cover the treatments costs of sick or injured cats through fundraising campaigns and other suitable fundraising activities;
 - Carrying out its own activities and participating in community activities that can contribute to the rescue of animals, for example by participating in the transportation and placement of rescued animals from Germany and abroad;
 - Establishment and maintenance of a network of all necessary partners for statutory rescue operations, as well as maintaining a contact point for communication between the internationally involved people and organizations;
 - Educating people about the situation of stray cats and the challenges of animal welfare at home and abroad, as well as about typical diseases and treatment methods for stray cats; this is also intended to strengthen the reputation of the Federal Republic of Germany and to communicate its far-reaching contributions to animal rescue worldwide;
- 3) The association pursues exclusively and directly charitable purposes within the meaning of the section "Tax-privileged purposes" of the German Tax Code in its currently valid version. It does not primarily pursue its own economic purposes. The association is selflessly active. The association's funds may only be used for statutory purposes. The funds may not be used for other purposes. Members shall not receive any benefits from the association's funds in their capacity as members. They shall not receive any compensation upon leaving or on dissolution of the association and shall have no claim to the Association's assets or to any payments made. No person may be favoured by expenditure that does not serve the purposes of the Association or by disproportionately high remuneration. The association fulfills its tasks itself or through auxiliary persons within the meaning of Article 52 (1) Sentence 2 AO in Germany and abroad. The association may acquire movable and immovable assets, establish companies, acquire interests in companies or participate in them, or set up foundations. It may acquire and terminate memberships in umbrella animal welfare organizations and other associations.

§ 3

Membership

- 1) Any natural or legal person of legal age who supports the objectives of the association who supports the objectives of the association. Membership is acquired in each case upon application, at least in writing, by resolution of the Executive Board. There is no entitlement to admission. No reasons need to be given for a rejection.

- 2) Members can be appointed as supporting members by resolution of the General Meeting. These are equal to ordinary members, but have no voting rights.
- 3) The membership ends
 - By death;
 - By termination or resignation, which must be declared to the Executive Board in text form with effect from the end of the month following the declaration;
 - In case of legal entities, by termination, in particular by deletion from the register, opening of insolvency proceedings or rejection due to lack of assets, dissolution, conversion;
 - By exclusion for good cause, which is decided by the Executive Board after hearing the person concerned. Good cause is deemed to be any not merely insignificant violation of the interests of the association as well as the loss of the basis for trusting cooperation due to the behavior of a member as well as the disturbance of the peace of the association;
 - removal from the list of members by resolution of the Executive Board. This may occur in the event of non-payment of membership fees despite due dates and reminders, as well as in the event of repeated non-availability.

In the event of withdrawal from the association, the member has no claim to the association's assets or to full or partial reimbursement of contributions already paid.

If a legal dispute is pending regarding the termination of membership, the membership rights of the member concerned shall be suspended until the decision becomes final.

- 4) The association collects, processes and uses the following personal data from its members: Surname, first name, date of birth, address, contact details (telephone, e-mail, social media if applicable) as well as association-related data (admission, offices, honors), bank details in the case of direct debit mandates. This data is stored and processed using electronic data processing systems and used exclusively association-related for membership administration and club organization. Transmission to third parties occurs only, if this is necessary. Through their membership and the recognition of this statute, members agree to this use. The Executive Board may issue data protection regulations for further details.
- 5) Communication within the association, including invitations to the General Meeting are usually sent by e-mail. The members are obliged to inform the association of their e-mail address and any changes to it, if they have one. With members who do not have an e-mail address will be communicated with in writing.
- 6) Where these Articles of Association refer to written form, text form (e.g. e-mail) is not sufficient.

Membership fees

- 1) The amount of the membership fee, which generally is to be paid annually, is determined by the General Meeting on the proposal of the Executive Board. Until such a decision is made by the General Meeting, members set their own membership fee. In individual cases, the Executive Board may decide to reduce or waive the membership fee if this is deemed necessary for social reasons. Active "Rescuers" are exempt from paying contributions..
- 3) The General Meeting may decide on a set of contribution rules.

§ 5

Bodies of the association

- 1) Bodies of the association are
 - the General Meeting (§ 6),
 - the Executive Board (§ 7).
- 2) The association, its board members and persons acting on behalf of and in the interests of the association shall not be liable to the members in the internal relationship for damage or loss caused by negligence that members suffer in the course of the association's operations, when using the association's facilities or equipment or at events, insofar as such damage or loss is not covered by the association's insurance. Insofar as insurance cover exists hereunder, § 31a sentences 1 and 2 BGB shall not apply.
- 3) If the persons listed in number 1 are held liable by third parties in accordance with paragraph 1 without intent or gross negligence, they shall be entitled to compensation from the association for their expenses in defending against the claims and to indemnification from the claims of third parties.

§ 6

The General Meeting

- 1) The General Meeting takes place at least once every calendar year. A General Meeting shall also be held if at least 25% of the members request this in writing, stating reasons, or if the Executive Board deems an additional General Meeting to be necessary. Die Mitgliederversammlung findet in jedem Kalenderjahr mindestens einmal statt.
- 2) Invitations to the General Meeting shall be issued by the Executive Board in text form, stating the agenda and observing a notice period of at least two weeks. The notice period shall commence on the day following dispatch. The invitation letter shall be deemed to have been received by the member if it is sent to the last address or e-mail address provided to the association in text form. The general meeting may take place in person or virtually. Furthermore, the Executive Board may enable members to participate in a face-to-face meeting digitally and exercise their membership rights

digitally. Whether the meeting takes place in person, in hybrid form or virtually is determined by the Executive Board at its own discretion when issuing the invitation. A suitable platform and software must be used to ensure that all members' rights are safeguarded via two-way communication and that votes are conducted in compliance with all legal requirements. If a virtual or hybrid meeting takes place, the personal access data to the virtual room (e.g. video conference), which is only accessible to members and authorized guests, is sent to the members by email. Passing on access data to third parties is prohibited. The email address that the member has provided to the association will be used. Further details are regulated in the rules of procedure/meeting rules. In all other respects, the regulations for the physical general meeting apply accordingly to the virtual general meeting. A virtual general meeting on the dissolution of the association is not permitted.

- 3) For supplementary motions to the agenda, the regulations on minority motions pursuant to paragraph 1 apply. Such motions must be received by the Board of Directors at least eight days before the General Meeting. They must be announced at the beginning of the meeting.
- 4) The General Meeting is chaired by the Board of Directors or a person appointed by it. The chairman of the meeting shall appoint a secretary. The General Meeting has a quorum regardless of the number of attendees if it has been duly convened.
- 5) Each voting member has one vote. Each member may represent up to two other members with a written power of attorney. Legal entities or public corporations are also represented by a natural person with a written power of attorney..
- 6) The General Meeting passes resolutions by a simple majority of the validly cast votes of the members, unless a different majority is prescribed in these Articles of Association for individual matters. Resolutions on amendments to the Articles of Association are passed with a $\frac{2}{3}$ majority, those on changes to the purpose with a $\frac{3}{4}$ majority of the validly cast votes. The type of vote is determined by the chair of the meeting.
- 7) The General Meeting receives the reports of the Executive Board and promotes the purpose of the association through its suggestions and concerns. The General Meeting discharges the Members of the Executive Board.

The General Meeting decides in particular on

- Acceptance of the reports of the Executive Board;
- Election and dismissal of the Executive Board;
- Discharge of the Executive Board;
- Amendments to the Articles of Association;
- The type and amount of membership fees to be paid;
- Regulations;
- The dissolution of the Association in accordance with the provisions of these Articles of Association.

- 8) Minutes must be taken of each General Meeting and signed by the chairperson of the meeting and the secretary.
- 9) The General Meeting may adopt rules of procedure.

§ 7

The Executive Board

- 1) The Executive Board manages the business of the association on its own responsibility, taking into account the resolutions of the General Meeting. It is also responsible for compliance with data protection requirements.
- 2) The Executive Board consists of at least three persons, including
 - The chairperson,
 - the deputy chairperson,
 - the treasurer,
 - other board members, if applicable.
- 3) The members of the Executive Board are elected by the General Meeting for a term of three years. Only members of the association can be members of the Board of Directors; if membership ends, the position on the Executive Board also ends. In the election of Board members, the person who has achieved a simple majority of valid votes and has the highest number of yes votes in relation to the other candidates is elected. Re-election to the Executive Board is possible indefinitely. The Executive Board remains in office until a new election is held. If a member of the Executive Board leaves office prematurely, the Executive Board may appoint a replacement member for the remaining term of office. Until such an appointment is made, the Board of Directors decides in its remaining composition.
- 4) Two board members represent the association jointly.
- 5) The Executive Board passes its resolutions by unanimity if possible and, in the event that such unanimity cannot be achieved, by a simple majority of the votes cast by the members of the Executive Board present at the time the resolution is passed. It is deemed to have a quorum if it has been duly convened. Meetings must be convened by the Chairman in text form with at least one week's notice, stating the agenda, and minutes must be kept. The Board of Directors may also pass all of its resolutions in text form or via electronic text media if no member of the Board of Directors objects to this procedure and all members of the Board of Directors have been informed. In this case, no prior invitation or sending of an agenda is required. The regulations on majority requirements apply accordingly.
- 6) The Executive Board works on an honorary basis. Each member of the Executive Board is entitled to reimbursement of expenses incurred. The Executive Board may appoint

one or more managing directors or special representatives (Section 30 BGB) or appoint other full-time employees who work who can be remunerated appropriately and in compliance with the provisions of the German Fiscal Code. The areas of responsibility and the scope of the power of representation are determined at the time of appointment. The general meeting can also decide that, on the basis of corresponding service contracts, all or individual members of the Executive Board receive appropriate remuneration for their Board activities as a whole or for specific, more detailed tasks. The General Meeting also decides on the type and amount of the remuneration, taking into account the provisions of the German Tax Code.

- 7) Furthermore, the Board of Directors may adopt its own rules of procedure.

§ 8

Dissolution of the association

- 1) The General Meeting decides on the dissolution of the association with a majority of 3/4 of the members present. The motion to dissolve the association must be communicated in the invitation.
- 2) If the association is dissolved or if tax-privileged purposes cease to exist, the assets of the corporation shall be transferred to the charitable foundation "Vier Pfoten - Stiftung für Tierschutz", which shall use them directly and exclusively for charitable purposes (primarily for projects to help stray cats).
- 3) The liquidators are the current members of the Executive Board, unless the dissolution meeting appoints other liquidators.

§ 9

Authorization of the Executive Board

The Executive Board is authorized to adopt and implement amendments and additions to these Articles of Association on its own responsibility without the need for a resolution by the General Meeting, provided that these amendments are required by supervisory, judicial or financial authorities for formal reasons. These amendments to the Articles of Association must be communicated to all members of the Association in text form as soon as possible.

Bochum, the 11th of May 2024