

THE STATUTES of DENDERAM – IRD e.V.

§ 1 Name and registered office of the association, financial year

(1) The association bears the name: DENDERAM – IRD e.V. (Integrated Rural Development).

(2) The association has its registered office in Berlin and is entered in the register of associations.

(3) The financial year is the calendar year.

§ 2 Purpose, non-profit status of the association

(1) The association, based in Berlin (location specified in § 1 paragraph 2), pursues exclusively and directly non-profit purposes within the meaning of the section 'Tax-privileged purposes' of the German Tax Code.

(2) The purpose (as specified in Section 52 (2) of the German Tax Code) of the association is to promote and financially support the infrastructure of rural regions in Ethiopia. This involves integrated rural development, which is a comprehensive concept. It includes not only the development of agriculture, but also the development of other economic activities. In addition, the non-economic sectors of rural areas/regions are also promoted.

The purpose of the statutes is achieved in particular through:

1. Improving and making water available to the rural community and region (e.g. drilling wells, etc.).
2. Improving the living and working conditions of farmers through better agriculture, animal husbandry, agricultural technology and general technology for home and farm, and the infrastructure of the region (e.g. solar panels, drilling equipment, etc.).
3. Supporting the population through education and better organisation, through targeted financial support for children.
4. Supporting and improving the living conditions of women through education and training by means of financial assistance.

(3) Another purpose of the association is also pursued in Germany, especially in Berlin. The association will become active in schools.

1. Members of Denderam-IRD e.V. will establish contacts with schools in order to report on the situation of Ethiopian schools in school classes.
2. Denderam-IRD e.V. will help German and Ethiopian schoolchildren establish pen pal relationships.

3. Denderam-IRD e.V. also wants to help organise exchanges between German and Ethiopian schoolchildren. Financial assistance for each exchange will be discussed and decided separately by the board.

(4) The association acts altruistically; it does not primarily pursue its own economic interests.

(5) Use of the association's financial resources

(5a) The association's financial resources may only be used for purposes specified in the statutes. With the exceptions listed below, members do not receive any payments from the association's funds. An exception to this is that board members and/or selected members of the association may, as a rule, receive the following payments from the association's budget once a year:

These are expense allowances, such as travel expenses (costs for travel to and from Berlin - Ethiopia and accommodation in Ethiopia) and transport (costs for logistics on site, in the project region in Ethiopia). The personal presence of association members on site in Ethiopia is immensely important. It will stabilise the success of the support measures in the long term.

(5b) The association's financial resources may also be used to cover all costs incurred in the operation of the association. These include items such as office equipment, fees of all kinds, such as tax advisors, bank account costs, etc. It is binding that this is exclusively money that keeps the association operational.

(5c) The association's financial resources may also be used for services provided by other associations or organisations. The prerequisite for the use of such funds is that they serve the purpose set out in the statutes. An example would be if important project activities, such as drilling wells, cannot be carried out by the association itself. Implementation by third parties is guaranteed in the selected project regions. The first village/project region is Denderam (with Megebesh, Woyenema, Yeberna, Geramo). Once the planned 'lighthouse' is in place there, other villages/project regions can be supported.

(6) No person may benefit from expenses that are not related to the purpose of the association or from disproportionately high remuneration.

(7) The association receives the funds to fulfil its tasks through monetary donations. All monetary donations must, without exception, be paid into the association's own account at Sparkasse Berlin. The transfer of cash is therefore not possible.

§ 3 Acquisition of membership

(1) Any (natural) person may become a member of the association.

(2) Admission to the association must be applied for in writing (including by email) to the executive committee. In the case of minors, the application for admission must be submitted by their legal representatives. The executive committee shall decide on the application for admission at its own discretion. It is not required to justify any rejection of the application to the applicant.

(3) At the suggestion of the executive committee, the general meeting may appoint members or other persons who have rendered outstanding services to the association as honorary members for life.

§ 4 Termination of membership

(1) Membership in the association shall end upon death (in the case of legal entities, upon their dissolution), resignation or expulsion.

(2) Resignation must be declared in writing to the executive committee. Resignation can only be declared with three months' notice to the end of the financial year.

(3) A member may be expelled from the association by resolution of the general meeting if they culpably damage the reputation or interests of the association in a serious manner. The member shall be given the opportunity to comment on the reasons for expulsion at the general meeting. These reasons must be communicated to them in writing (including by email) at least two weeks in advance.

§ 5 Rights and obligations of members

(1) Every member has the right to use the association's facilities and participate in joint events. Every member has equal voting and election rights in the general meeting.

(2) Each member has the obligation to promote the interests of the association to the best of their ability and to support the association's activities through their cooperation.

§ 6 Admission fee and membership fees

It is clearly stated that no membership fees are to be paid.

§ 7 Organs of the association

The organs of the association are the executive committee and the general meeting.

§ 8 Executive Board

(1) The Executive Board consists of the President, the Vice-President and the Treasurer.

(2) The President, the Vice-President and the Treasurer each represent the Association individually. However, at least two members of the Executive Board must agree to any decision to be disseminated.

(3) Members of the Executive Board may be paid remuneration. This remuneration is tax-free. The maximum amount is regulated by law (Section 3 No. 26a of the Income Tax Act).

§ 9 Duties of the Executive Board

The Executive Board of the Association is responsible for representing the Association in accordance with Section 26 of the German Civil Code (BGB) and for managing its affairs. In particular, it has the following duties: a) convening and preparing the general meetings, including setting the agenda, b) implementing the resolutions of the general meeting, c) drawing up a coherent budget, which forms the basis for excluding personal liability of the

members of the Executive Board, d) managing the association's assets and preparing the annual report, d) admitting new members.

§ 10 Appointment of the Executive Board

(1) The members of the Executive Board are elected individually by the General Meeting for a term of five years. The election is conducted by secret ballot. Members who are unable to attend vote by postal ballot (personalised letter with an anonymous sealed envelope inside containing the ballot paper (based on the secret ballot system used in federal elections)). These ballot papers shall be opened exclusively by the election officer(s) to be appointed. Only members of the association may be members of the Executive Board; membership of the Executive Board shall end upon termination of membership of the association. Re-election or early dismissal of a member by the General Meeting is permissible. A member shall remain in office after the end of the regular term of office until his or her successor is elected.

(2) If a member leaves the Executive Board prematurely, the remaining members of the Executive Board shall be entitled to elect a member of the association to the Executive Board until the successor is elected by the General Meeting.

§ 11 Consultation and decision-making by the Executive Board

(1) The Executive Board shall meet as required. Meetings shall be convened by the President or, in his absence, by the Vice-President. A notice period of one week shall be observed. The Executive Board shall constitute a quorum if at least one member is present. Decisions shall be taken by a simple majority of the valid votes cast. In the event of a tie, the President shall have the casting vote; if the President is unable to attend, the Vice-President shall have the casting vote.

(2) The resolutions of the Executive Committee shall be recorded in minutes. The minutes shall be signed by the minute-taker and by the President or, if the President is unable to attend, by the Vice-President or the Treasurer. The resolutions of the last General Meeting shall become binding after one month and shall therefore be legally enforceable.

§ 12 Responsibilities of the general meeting

The general meeting is responsible for decisions on the following matters: a) amendments to the Articles of Association, b) the appointment of honorary members and the expulsion of members from the Association, c) the election and dismissal of members of the Executive Board, d) the acceptance of the annual report, the audit of the accounts and the discharge of the Executive Board, e) the dissolution of the Association.

§ 13 Convening of the General Meeting

(1) At least once a year, if possible in the first quarter, but also on any other date throughout the year, the Executive Board shall convene an ordinary General Meeting. The meeting shall be convened in writing (with two weeks' notice and stating the agenda). Convening the meeting exclusively by email is also permissible. The general meeting may also take the form

of a hybrid meeting. In this case, some members are present at the meeting venue and some members participate via screen (e.g. Zoom) or telephone (conference call).

(2) The agenda shall be set by the executive committee. Any member of the association may submit a written or e-mail request to the executive committee for an addition to the agenda no later than one week before the general meeting. On the day of the general meeting, urgent motions (items not included in the agenda) may be submitted. The executive committee shall decide on the motion. Motions for the agenda that have not been accepted by the executive committee or that are submitted for the first time at the general meeting shall be decided upon by the general meeting with a majority of the votes of the members present; this does not apply to motions concerning amendments to the statutes or the dissolution of the association.

(3) The Executive Board shall convene an extraordinary General Meeting if this is in the interests of the Association or if at least one tenth of the members request this in writing, stating the purpose and reasons.

(4) The general meeting shall be convened by email. Confirmation of receipt shall be given verbally to the executive committee or by reply email from the invitee or by the automatic transmission confirmation of the email programme used to send the invitation. The general meeting may be held either physically (e.g. in the association's premises, etc.) or as a hybrid meeting. In order to comply with the documentation requirements under association law, minutes must also be taken (Section 14 (4)). As described in § 13 (1), the hybrid form of meeting that is currently legally possible should also be possible as a purely virtual meeting if the legal basis for this exists. The change to the form of a virtual meeting takes place automatically. No extra resolution is required for this.

§ 14 Passing resolutions at the general meeting

(1) The general meeting shall be chaired by the president or, if he/she is unable to attend, by the vice-president or, if he/she is unable to attend, by the treasurer or, if he/she is unable to attend, by a chairperson to be elected by the general meeting.

(2) The general meeting shall constitute a quorum if at least three members of the association (including the executive committee) are present. If a quorum is not present, the Executive Board is obliged to convene a second General Meeting with the same agenda within four weeks. This meeting shall constitute a quorum regardless of the number of members present. This must be indicated in the invitation.

(3) The General Meeting shall pass resolutions by open vote (by show of hands) with a majority of the votes of the members present. If, in elections, no candidate receives a majority of the votes of the members present, the candidate who receives the majority of the valid votes cast shall be elected. A runoff election shall be held between several candidates. Resolutions on amendments to the Articles of Association require a three-quarters majority, while resolutions on changes to the purpose or dissolution of the association require the approval of nine-tenths of the members present.

(4) Minutes shall be taken of the proceedings of the general meeting and the resolutions passed, which shall be signed by the minute-taker and the chair of the meeting (president or vice-president or treasurer).

§ 15 Dissolution of the association, termination for other reasons, discontinuation of tax-privileged purposes

(1) In the event of the dissolution of the association, the President or Vice-President shall be jointly authorised liquidators, unless the general meeting appoints other persons.

(2) In the event of dissolution or termination of the association or discontinuation of tax-privileged purposes, the association's assets shall fall to a legal entity under public law or another tax-privileged corporation for the purpose of promoting and financially supporting the infrastructure of rural regions in Ethiopia (the appropriate association (e.V.) to be considered shall then be determined).

(3) The above provisions shall apply mutatis mutandis if the association's legal capacity is revoked.

Established and adopted in Berlin on 22 September 2023.

Amended and adopted in Berlin at the general meeting on 29 November 2025.