

ARTICLES OF ASSOCIATION OF THE GIESSEN BUSTERS BASEBALL CLUB E.V.

This is the translated version of the official German version. In the event of disputes, the German version is the relevant version



§ 1 NAME AND REGISTERED OFFICE

- (1) Founded in 1990, the club bears the name: Giessen Busters Baseball Club e.V.
- (2) The association is registered in the register of associations at Giessen Local Court under the number VR 1837.
- (3) The association is based in Giessen and is a member of the Landessportbund Hessen e.V. and its relevant associations.
- (4) The Association's financial year is the calendar year

§ 2 PURPOSE AND CHARITABLE STATUS OF THE ASSOCIATION

- (1) The association pursues exclusively and directly charitable purposes within the meaning of the section "Tax-privileged purposes" of the German Tax Code. The purpose of the association is the promotion of sport, in particular baseball and softball
- (2) The purpose of the statutes is realized in particular through
The organization of an orderly sports, games and training operation, the implementation of sporting events and the use of properly trained trainers as well as the procurement, maintenance and care of sports facilities and sports equipment.
- (3) The association is a non-profit organization. It primarily pursues its own economic purposes. The association's funds may only be used for statutory purposes. Members do not receive any benefits from the association's funds.

- (4) No person may benefit from expenses that are alien to the purpose of the association or from disproportionately high remuneration.
- (5) The association is denominationally neutral.
- (6) The association condemns any form of violence, regardless of whether it is of a physical, psychological or sexualized nature. It is committed to initiating measures to protect children and young people from all forms of violence and abuse. Further details can be found in the association's protection concept.

§3 TASKS

The primary tasks of the association include in particular the:

- (1) Organizing sporting events and training members to participate in them, in cooperation with the state sports federation and its sports associations and organizations;
- (2) Maintaining and expanding youth, senior and popular sports;
- (3) Organizing sporting events for members and interested parties to promote competitive and popular sports.

§4 MEMBERSHIP

- (1) Any natural person can become a member of the association. The Executive Board decides on the written application. There is no entitlement to membership. The applicant may be notified in writing of the rejection of the application for membership without stating reasons. Young people under the age of 18 require the consent of their legal representative(s).
- (2) Members are obliged to recognize the association's articles of association, to promote and support the purposes of the association, to pay the fixed membership fees and levies on time, to respect the instructions of the board of directors and the resolutions of the general meeting and to observe the other sports law requirements in accordance with the applicable association guidelines for sports activities.
- (3) Members and non-members may be appointed honorary members with all rights but no obligations by the General Meeting on the basis of long-standing merit or exceptional achievements.
- (4) Membership ends upon resignation, expulsion from the association or death of the member.
- (5) Voluntary resignation must be made in writing by post or email to the Executive Board. It is only possible with a notice period of three months (one month for members of the "Fun Team") to the end of a calendar year.
- (6) An active member can become a passive member upon written request. Unless the Board of Directors objects, the membership status changes from "active" to

"passive" at the beginning of the month after the month in which the application is submitted. Any overpaid membership fees from the year of the change will be offset against the membership fees for the following year.

- (7) Expulsion from the association and removal from the list of members shall take place:
- If the member is more than three months in arrears with its due contribution payment despite three reminders to its last known e-mail address, without proof of social hardship;
 - In the event of gross violation of the statutes or association guidelines;
 - For massive unsportsmanlike or unfriendly behavior,
 - For dishonorable conduct within or outside of club life, if this seriously impairs the interests and reputation of the club in public or within the club. This includes disregarding the principles of child and youth protection, as laid down in the code of conduct of the State Sports Association and the club protection concept. This also includes the expression of right-wing extremist, racist or xenophobic views, including the wearing or display of right-wing extremist signs and symbols
- (8) The Executive Board decides on expulsion by a simple majority of the Executive Board members present after the member concerned has been granted a legal hearing. The member may appeal against the exclusion decision to the General Meeting within one month of receipt. A request for expulsion may be submitted by any member. If the member to be expelled objects, the General Meeting shall make the final decision on the expulsion. All rights of the member to be expelled shall be suspended during the expulsion proceedings. Upon termination of membership, there is no entitlement to a share of the association's assets or a refund of contributions.
- (9) Admission to the association is dependent on the member committing to participate in the SEPA procedure for membership fees for the duration of their membership. The member must make a legally binding declaration to this effect in the membership application. The Executive Board must be informed of any ongoing changes to the bank details.

§5 CONTRIBUTIONS

- (1) Members pay membership fees and levies, the amount and due date of which are decided by the Executive Board for the following financial year and published in the scale of fees. The levies per member per year may not exceed 0.5 times the annual membership fee.

Charges may arise from:

- Self-inflicted non-participation in the league and resulting fines to the responsible associations
- Violation and resulting penalties against aspects of the catalog of penalties of the responsible association
- Willful destruction of club property

- (2) Membership fees and levies are collected by SEPA direct debit (quarterly, semi-annually and annually). When joining the association, the member must undertake to issue a SEPA direct debit mandate and to ensure that the account in question has sufficient funds. The association collects the membership fee, stating a mandate reference (communicated to the member by the treasurer after submission of the membership application), depending on the chosen installment payment. Monthly payment is only possible by standing order.
- (3) The admission of minors requires the consent of the legal representatives, who are jointly and severally liable with the minor member for the payment of the membership fee to the association.
- (4) The member must ensure punctual payment of the contribution, fees and levies. If a member's account does not have sufficient funds at the time the membership fee is debited, the member shall be liable to the Association for all costs incurred by the Association in collecting the membership fee and for any returned direct debits. This also applies in the event that an account has been closed and the member has not informed the association of this.
- (5) The Executive Board is authorized to defer, reduce or waive contributions upon request. There is no legal entitlement to payment in installments and/or deferral of the contribution debt.

§6 RIGHTS OF THE MEMBERS

- (1) Members can vote from the age of 16 and be elected from the age of 18.
- (2) Members who have not yet reached the age of majority have no voting and election rights, with the exception of the provision in Section 6 No. 1 of the Articles of Association. Representation by a parent or legal guardian in voting and elections is permitted. Members who have not yet reached the age of majority have the right to speak and be present at general meetings as well as the right to participate in the services of the association, in particular the use of its facilities.
- (3) All members have the right to submit motions to the Board of Directors and the General Meeting.
- (4) Applications for amendments to the Articles of Association must be submitted to the Executive Board six weeks before the General Meeting.
- (5) All members are entitled to participate in the association's events and to use the training facilities in compliance with the court, hall and house rules and other regulations. They elect the Executive Board. The transfer of voting rights is excluded.

§7 ORGANS OF THE ASSOCIATION

The organs of the association are

1. the Management Board,
2. the general meeting.

§8 MANAGEMENT BOARD

The Executive Board in accordance with § 26 BGB (Executive Board) consists of the following persons:

the 1st Chairman
the 2nd chairperson
the 3rd chairperson

the treasurer

If required within the organizational framework, the Board of Directors can be supplemented by two assessors.

- (1) The office holders should be members of the association. The Board of Directors may adopt rules of procedure and a schedule of responsibilities.
- (2) The Board of Directors publishes an annual scale of fees for its members.

- (3) The association is jointly represented in and out of court by two members of the Executive Board. The members of the Executive Board are appointed by election. They are elected individually.
- (4) The Executive Board manages the day-to-day business of the association and performs all administrative tasks as well as all tasks that are not assigned to another body of the association by the articles of association or by law. It has the following tasks in particular:
 - The implementation of the resolutions of the General Meeting and the management of the Association in accordance with the Articles of Association
 - The preparation and convening of the General Meeting, the chairing of the General Meeting by the Chairman or a deputy,
 - Determining the amount and due date of contributions,
- (5) The members of the Board of Directors are elected for 2 years and remain in office until a new Board of Directors is elected by the General Meeting.
- (6) If a member of the Executive Board resigns from office during the current term of office, the Executive Board may elect a new member from among the members of the association. The newly elected Board member has the same rights and obligations as all other Board members.
- (7) Resolutions are passed by the Board of Directors at meetings convened by the Chairman or, if he is unable to attend, his deputy as required. Resolutions are adopted by simple majority.
- (8) The Executive Board may appoint and dismiss special representatives in accordance with Section 30 BGB and determine their scope of action.
- (9) The Board of Directors may, by resolution passed by a simple majority, remove members of the Board of Directors and persons working for the association on a voluntary basis in accordance with these Articles of Association from office if there has been a breach of official duties or an inability to perform their duties properly. The person concerned must be granted a hearing before the decision is made.
- (10) The Board of Directors is authorized to make amendments to the Articles of Association that are required by the competent local court as a prerequisite for registration or by the tax office in order to obtain or maintain non-profit status. No resolutions may be passed that change the purpose or tasks of these Articles of Association. The amendments may only comply with the required conditions of these offices. The resolution must be passed unanimously and the amendments must be brought to the attention of the next general meeting.
- (11) The office(s) of the Association's Board of Directors is/are generally held on an honorary basis.

§9 GENERAL MEETING

(1) The General Meeting is responsible for all tasks that are not the responsibility of the Board of Directors. It is exclusively responsible for the following matters:

- Acceptance of the annual report of the Board of Directors;
- Discharge of the Executive Board;
- Election of the members of the Board of Directors and the auditors;
- Appointment of honorary members;
- Amendment of the Articles of Association (if amendments concern elections to the Board of Directors, they will be carried out before the elections);
- Issuance of regulations;
- Resolution on motions by members;
- Dissolution of the association.

The ordinary general meeting of members should take place at the end of the year. An extraordinary general meeting - for the convening and holding of which the same provisions apply as for ordinary general meetings - must be convened if the Executive Board decides to convene it for good cause or if one third of the members request this in writing, stating the reasons. The General Meeting must be convened by the Executive Board in writing, giving two weeks' notice and stating the agenda. Communication within the association can take place in text form (including via electronic media). Notifications of any kind are deemed to have been received if they are sent to the address or e-mail address provided to the association. The notification of changes of address / changes of e-mail addresses is the responsibility of the member.

The ordinary and extraordinary general meetings can be held online via a suitable medium such as "MS Teams", "Zoom" or similar at the decision of the Executive Board for good cause. A combination of attendance and online participation is also possible. In both cases, an appropriately approved voting tool such as VoteUp must be used for voting. The decision of the Executive Board to hold a general meeting online can be objected to by a 2/3 majority of the members, provided that this does not violate any legal provisions

Any member may request additions to the agenda in writing no later than one week before the start of the General Meeting. Motions submitted within the deadline are to be added to the agenda retrospectively. The motions do not have to be announced to the members prior to the General Meeting. This does not apply to amendments to the articles of association or motions to dissolve the association. Motions submitted after the deadline can only be approved for decision at the General Meeting by a decision of the General Meeting with a majority of 2/3 of those present and entitled to vote.

(2) The General Meeting of Members is chaired by the Chairman or, if he is unable to attend, by his deputy or, if he is unable to attend, by a member appointed by the Board of Directors. If no member of the Executive Board is present, the General Meeting shall appoint the chairperson. The chairperson shall exercise domiciliary rights at the General Meeting. Unless otherwise stipulated in these Articles of Association, the chair of the meeting alone determines the course of proceedings at the General Meeting. For the duration of the Board elections, the General Meeting elects an election officer from among its members.

(3) Voting shall be open unless a secret ballot is requested by a member entitled to vote. The Executive Board in accordance with § 26 BGB must be elected individually, the rest of the Executive Board can be elected by block vote. A properly convened general meeting always has a quorum. Each member has one vote. Voting rights may not be transferred. Resolutions are passed with a simple majority

of the votes cast. Amendments to the Articles of Association require a 3/4 majority of the valid votes cast; amendments to the purpose of the Association and the dissolution of the Association require a 4/5 majority of the valid votes cast.

- (4) Minutes must be taken of the resolutions of the General Meeting, which must be signed by the chairman of the meeting and the keeper of the minutes.

It must contain:

- Place and time of the meeting;
- Name of the chairman of the meeting and the keeper of the minutes;
- Number of members present;
- Determination that the meeting has been duly convened and that a quorum is present;
- the agenda;
- the motions submitted, the result of the vote with a statement as to whether the motion was approved or not;
- the type of voting;
- Proposals for amendments to the Articles of Association and changes of purpose in full;
- Resolutions in full.

§10 AUDITOR

The auditors are elected by the General Meeting for a term of one year. They may not be members of the Executive Board. They have the right to check the association's cash and bookkeeping at any time. They must report to the General Meeting on the audit of the entire bookkeeping and cash management. The right to audit only extends to accounting accuracy, not to the appropriateness of the transactions.

§11 DATA PROTECTION AND PRIVACY RIGHTS

- (1) The association collects, processes and uses personal data of its members using data processing systems to fulfill the purposes and tasks permitted under these Articles of Association, for example in the context of membership administration. This includes the following member data in particular: Name, address, bank details, telephone numbers (landline and radio) and e-mail address, date of birth, license(s), function(s) in the association.
- (2) As a member of the Landessportbund Hessen e.V. and the Hessischer Baseball und Softball Verband e.V., the club is obliged to report certain personal data to them.
- (3) In connection with its sports operations and other statutory events, the club publishes personal data and photos of its members on its homepage and Facebook page and transmits data and photos to print and telemedia as well as electronic media for publication. This applies in particular to lists of participants, team line-ups, results, election results as well as board members and other officials present at sporting or other meetings. The publication / transmission of data is limited to name, club and department affiliation, function in the club and - if necessary for sporting reasons - age or year of birth.
- (4) The association also reports on honors and other events on its homepage. Photos

of members and the following personal member data are published: name, club and department affiliation and their duration, function in the club and - if necessary - age, year of birth or birthday.

The club may also send reports on honors, including photos, to other print and telemedia and electronic media, stating the name, function in the club, club and department affiliation and their duration.

With regard to honors, individual members can object to the publication/transmission of individual photos and their personal data in general or for individual events to the Executive Board at any time. The association shall not inform the member of intended publications/transmissions in this area. An objection in this regard should be communicated to the association in writing upon joining or at any other time. Subsequent removal of personal data or individual photos can also take place at the written request of a member.

- (5) Membership lists are issued as a file or in printed form to Board members, other functionaries and members to the extent that their function or special tasks in the association require their knowledge.
- (6) Through their membership and the associated recognition of these Articles of Association, members consent to the collection, processing (storage, modification, transmission) and use of their personal data to the extent and scope specified above. The association is only permitted to use data in any other way beyond the fulfillment of its statutory tasks and purposes if it is obliged to do so for legal reasons. The sale of data is not permitted.
- (7) Within the framework of the statutory provisions of the Federal Data Protection Act (in particular §§ 34, 35), every member has the right to information about the personal data stored about them, its recipients and the purpose of storage, as well as to the correction, deletion or blocking of their data.

§12 DISSOLUTION OF THE ASSOCIATION

- (1) The dissolution of the association can only be decided at a general meeting with the majority of votes stipulated in these Articles of Association. Unless the General Meeting decides otherwise, the members of the Executive Board are jointly authorized liquidators. This also applies if the association is dissolved for any other reason or loses its legal capacity.
- (2) If the association is dissolved or abolished, or if tax-privileged purposes cease to exist, the assets shall be transferred to the city of Giessen, which must use them directly and exclusively for the promotion of sport.
- (3) In the event of a merger with another association, the assets shall pass to the newly formed tax-privileged merger association or the absorbing tax-privileged association after the dissolution of the association, which must use them directly and exclusively for non-profit or charitable purposes.