

Statutes of the German-American Lawyers Association (DAJV)

(Translation from the original German language "Satzung" as resolved
at the General Meeting of 21 November 2009)

Section 1 Name, registered office, business year

1. The Association bears the name German-American Lawyers Association ("Deutsch-Amerikanische Juristen-Vereinigung e.V.")*
2. It has its registered office in Bonn, Germany.
3. Its business year is the calendar year.

*e.V.: reg. assoc.

Section 2 Purpose of the Association

1. The Association pursues non-profit purposes in an unmediated manner and exclusively as meant by the section "tax-privileged purposes" (Steuerbegünstigte Zwecke) of the German Tax Code.
2. The Association's purpose is to promote professional and continuing education, in particular by promoting the professional education of both German lawyers and other interested persons in American law and American lawyers and other interested persons in German law.

Section 3 Association Funds

1. Association funds may only be used for purposes described by the Statutes. The members will not receive any allowances from association funds.
2. No person may be benefited by expenses that are foreign to the purpose of the corporate body or by disproportionately high compensation.

Section 4 Membership

1. All persons having a special interest in American law, especially those who have studied in the United States, may become members of the Association.
2. Legal entities may also become members of the Association.
3. The Executive Committee shall decide on the admission of a member based on its written application for admission.
4. The General Meeting may elect honorary members upon proposal of the Executive Committee.

Section 5 Membership fees

With the exception of honorary members, the members must pay an annual membership fee to be determined by the General Meeting at the proposal of the Executive Committee.

Section 6 Termination of Membership

Membership in the Association expires

1. by virtue of a resignation declaration communicated in writing to the Executive Committee and takes effect at the end of the fiscal year;
2. by expulsion, which the Executive Committee may resolve in the event of an offence against the Association's interests; the member so excluded may demand a resolution of the General Meeting thereto;
3. by resolution of the Executive Committee, in which it is set out that a member is in default with the payment of dues and has not paid the outstanding dues despite two written reminders within the period stated therein.

Section 7 General Meeting

1. The ordinary General Meeting will be convened by written invitation every two years, at the latest every third year, by the Association Chairperson or, if this person is prevented from doing so, by the first Deputy Chairperson with at least one month's notice, stating the agenda proposed by the Executive Committee. An extraordinary General Meeting will be convened upon resolution of the Executive Committee or request of one third of the members.
2. Every member has one vote in the General Meeting. The General Meeting has a quorum if at least ten members are present. A second General Meeting, with the same agenda, to be convened at least 14 days in advance, has quorum, if at least five members are present.
3. The General Meeting elects the Executive Committee. The former receives the annual reports of the Executive Committee, checks and approves the annual accounts and discharges the Executive Committee. It approves the budget estimate.
4. Resolution of the General Meeting are made by simple majority of the members present.
5. Elections require an absolute majority of the votes cast; if this majority is not reached, a run-off vote will take place.
6. Amendments to the Statutes require a majority of two thirds of the members present, which compose at least 5 percent of the total members. Following a General Meeting, in which the intended approval of at least 5 percent of the total members was not achieved, a second General Meeting may be convened, in which the amendment of the Statutes may then be resolved by a majority of two thirds of the members present. The published agenda for the second General Meeting must state that it is a second General Meeting in which a majority of two thirds of the members present is sufficient for amending the Statutes. The right to vote may be exercised in writing or transferred by written proxy to members present.
7. The decisions of the General Meeting are recorded in a protocol, which must be signed by the Chairperson and one other member of the Executive Committee.

Section 8 Executive Committee

1. The Executive Committee manages the business of the Association. It consists of the Chairperson, a 1st Deputy Chairperson and a 2nd Deputy Chairperson and four other members. As necessary, the General Meeting may elect further members to the Executive Committee upon proposal of the Executive Committee, to whom certain tasks may be assigned.
2. The Executive Committee can coopt further members, if this serves to ensure that the regional, specialist and interest groups of the DAJV participate appropriately in managing the Association. The co-opted members of the Executive Committee have the same legal status as the elected members. Their term of office ends with the next ordinary General Meeting. At no time may the Executive Committee be composed of more than one quarter co-opted members.

3. The term of office of the Executive Committee ends at latest three years after its election. If the term of office of the Executive Committee ends before a new Executive Committee has been elected, the Executive Committee will continue the business provisionally until the new election.
4. The Executive Committee has a quorum if at least three of its members are present. It can make decisions by a simple majority of its members; written votes by members who are unable to attend are permitted.
5. The Chairperson convenes the Executive Committee, and if he is prevented from doing so, the 1st Deputy Chairperson; two or more members of the Executive Committee may demand its convening.
6. As meant by § 26 German Civil Code (BGB) the Executive Committee is the Chairperson and the 1st and 2nd Deputy Chairperson. The Chairperson, the 1st Deputy Chairperson or the 2nd Deputy Chairperson may legally represent the Association externally.

Section 9 Advisory Committee

If the Executive Committee so proposes, the General Meeting may appoint an Advisory Committee for a period of two years to support and advise the Executive Committee.

Section 10 Dissolution of the Association

1. The General Meeting may decide to dissolve the Association by a majority of the members.
2. If dissolution is so resolved, the General Meeting shall appoint one or more liquidators, who are entrusted with liquidating the Association's assets and granted authority to regulate the assets and settle the debts and accounts.
3. If the Association is dissolved or terminated or loses its tax-privileged status (purposes), the association's assets shall be transferred to a public body or to another body, which is explicitly recognized as tax-privileged, for use in continuing and professional education as meant by these Statutes. The General Meeting shall stipulate the recipient in its resolution according to paragraph 1.