



# Constitution of The Bonn Players e.V. (VR 7530)

1. The association "The Bonn Players" has its seat in Bonn and is registered in the register of associations at the Bonn local court.

2. The purpose of the association is the promotion of English-language art and culture.

The association exclusively and directly pursues non-profit purposes in line with the section "Tax-privileged purposes" of the German Tax Code. The purpose outlined in the constitution is realised in particular through the work with English-language plays, their production and public performance.

3. The association's work is charitable; it does not primarily pursue its own financial purposes. The association's funds may only be used for purposes in accordance with the constitution. Members shall not receive any benefits from the association's funds.

No person may be benefit from expenses that are alien to the purpose of the association or from disproportionately high remuneration.

4. Any natural person or legal entity with legal capacity may become a member of the association. Membership and resignation shall be made by written declaration to the board†.

5. The annual membership fee shall be determined by the whole board ♦.

6. Bodies of the association:

- the board†
- the advisory board\*
- the General Meeting♣

7. In line with §26 of the German Federal Civil Cod (BGB), the board†. consists of the Chair and the Vice-chair, each of who is individually entitled to represent the association. The term of office shall be one year; however, the Chair and the Vice-chair shall remain in office until a new board† has been elected.

8. The advisory board\* consists of up to five members who are elected for the duration of one year in the general meeting. The whole board♦ as defined in clause 9 below may appoint up to two further members of the advisory board\* by co-option to take on specific areas of responsibility.

9. The whole board♦ consists of:

- the board†
- the advisory board\*

The whole board♦ conducts the business of the association in accordance with the purpose of the constitution. It is responsible for the artistic direction of the association. Responsibilities such as secretarial work, accounting and other areas of responsibility shall be allocated within the whole board. Resolutions shall be passed by a simple majority of the members of the whole board who are present. A quorum is constituted when at least three members of the advisory board\* and one member of the board† are present.

10. The General Meeting♣ shall be responsible for the following matters:

- acceptance of the annual reports of the whole board♦ and the auditors
- approval of board† and the auditors
- election / dismissal of the members of the board† and the advisory board\*
- election of two members of the association who may not be members of the board† or the advisory board\*, or of an independent auditor, as auditors

- resolutions on amendments to the constitution and dissolution of the association

A simple majority of the members present is sufficient to pass a resolution. A majority of two thirds is required to amend the constitution, a majority of four fifths of the members present is required to amend the purpose of the association and to dissolve the association.

The general meeting shall be held annually in the first half of the year. It shall be convened in writing by the Chair or his/her deputy with two weeks' notice; the agenda set by the board† shall be communicated at the same time.

Written minutes of the general meeting shall be prepared and signed by the Chairperson or his/her deputy.

11. In the event of the dissolution of the association or the discontinuation of tax-privileged purposes, the assets of the corporation shall be turned over to the Independent Bonn International School (registered under No. VR 5188 at the Bonn Local Court). It is to be used by the beneficiary for purposes of the student theatre or to support needy students.

Decisions on the future use of the assets may only be carried out after the consent of the tax office has been obtained.

Any distribution of association assets to members is not permitted.

Bonn, 29 August 2010