

## CONSTITUTION AND BYLAWS

### BERLINER TAFEL e.V.

#### § 1

##### Name and registered office

The name of this society is BERLINER TAFEL e.V.  
The society is situated in Berlin and has been entered in the Register of Societies pursuant to Section 57 of the German Civil Code (BGB).

#### § 2

##### Purposes and Objectives

The BERLINER TAFEL e.V. pursues exclusively charitable purposes on a non-party basis.

As part of this objective the BERLINER TAFEL e.V. will rescue excess, edible food and other basic necessities from individuals, institutions and legal entities by seeking personal contact with them and distributing the donated items to individuals in need, such as homeless and poor people etc..

To this end the BERLINER TAFEL e.V. will address the public by issuing publications and statements.

#### § 3

##### Membership

Membership of the society is open to any person over 18 as well as to any legal entity. Eligibility for membership is determined by the executive committee upon written application.

#### § 4

##### Resignation of members

Any member may resign from the society at any time by written notice to a committee member.

#### § 5

##### Expulsion of members

Members may be expelled from the society if they seriously violate the society's interests through wilful misconduct. The executive committee shall decide over the expulsion of a member with a majority of 4/5 of votes submitted.

#### § 6

##### Membership dues

Membership dues shall be determined by the General Meeting.

#### § 7

##### Managing Committee

The managing committee shall consist of the President, the Vice-President, the Secretary, the Treasury and an associate committee member.

The general meeting shall elect the managing committee for a period of office of two years. Upon expiry of this period the committee shall remain in office until a newly elected committee has been installed.

Any two committee members shall have the power to act as representatives for the society.

#### § 8

##### Meetings

The society shall hold a general meeting of members once a year. Extraordinary meetings of members shall be held if necessary to protect the interests of the society or if the executive committee receives a request in writing, signed by 1/5 of the membership and stating the reasons for the request.

#### § 9

##### Notice of meetings

Meetings of members shall be called by the President or, in his absence, by the Vice-President by giving written notice by ordinary mail. Such notice must specify the agenda as agreed by the managing committee. The notice of each

meeting shall be 2 weeks (postmark) before the scheduled meeting.

#### § 10

##### Order of Business at General Meetings

A general meeting shall be chaired by the President or, in his absence, by the Vice-President. Should the Vice-President also be unavailable, the meeting shall elect a chair from among those present.

The general meeting may resolve to alter or supplement the Agenda agreed by the managing committee. The general meeting shall adopt resolutions by a majority of valid votes cast. Abstentions of vote shall be deemed invalid votes. To amend the bylaws a majority of not less than three quarters of the votes shall be required. To alter the purpose of as well as to dissolve the society a majority of not less than 9/10 of valid votes cast shall be required. Voting shall normally be conducted by show of hands, however, if 1/3 of members present request it, voting must be conducted by ballot.

#### § 11

##### Minutes on the meeting

Minutes must be taken of the meeting, recording the resolutions adopted and stating venue, date and time of the meeting as well as the results of votes. The minutes must be signed by the Secretary.

#### § 12

##### Ensuring the society's charitable character

##### 1.

The society pursues charitable causes. It does not operate for profits. It shall not engage in any business activities outside the scope of § 65 of the German Tax Code.

##### 2.

Assets and earnings of the society may only be used for the purposes as stated in § 2.

##### 3.

No person may receive benefits through expenses that are foreign to the society's objectives or through inappropriately high compensation.

##### 4.

All persons holding functions within the society shall carry these out on an honorary basis.

##### 5.

To ensure the society's operations, an executive and any additional staff required to carry out administrative tasks and to organise educational activities may be employed, where necessary, due to the volume of work.

##### 6.

The society's operations are exclusively and directly aimed at fulfilling the objectives stipulated in § 2 and evidence of this must be provided through proper accounting. In the event of the society's dissolution or its abolition, or in the event that it ceases to pursue tax-privileged purposes, the society's assets shall accrue to the convent of the "Schwestern der Nächstenliebe in der Gemeinde St. Marien-Liebfrauen" of Wrangelstr. 50 in Berlin-Kreuzberg, to be used directly and exclusively for tax-privileged purposes.

##### 7.

Prior to becoming effective, the relevant tax authority must be notified of resolutions adopted on the alteration of this constitution and bylaws concerning the society's objective, for confirmation that, for the purposes of tax law, the society's status as a charity remains unaffected.

Berlin, 05/11/1998

as amended on 15/01/1999

as amended on 05/12/2002