



# Constitution of Grunewald Tennis-Club e.V.

(Version dated 5 March 2009)

## Section 1 Name and place

The name of the Club is Grunewald Tennis-Club. The Club colours are brown and yellow. The Club has its place of business in Berlin and is registered in the Register of Associations.

## Section 2 Purpose

The Club serves exclusively non-profit purposes. The Club fosters and promotes tennis and other types of sports and is particularly committed to educating young people in the spirit of sport. The promotion of tennis will be ensured by giving the members the chance to participate in regular training operations and competitions.

Any profits shall be used exclusively for the purposes foreseen in these by-laws. Members shall not receive any share in profits and in their capacity as members shall not receive any financial benefits from the Club's funds.

At the time of their withdrawal from membership or in the event of dissolution or cancellation of the Club, members shall not receive any funds exceeding their capital shares contributed and the general value of any assets in kind contributed.

No persons shall benefit from administrative expenses that are not related to the purpose of the Club or from any unreasonably high discounts.

## Section 3 Financial year

The financial year shall be the calendar year.

## Section 4 Members

Club membership shall be divided into:

- a) Ordinary membership,
- b) External membership,
- c) Student membership,
- d) Junior membership,
- e) Passive membership.

External members are members whose place of residence or habitual place of abode is not within the territory of Tennis-Verband Berlin-Brandenburg. Such members shall not generally have any regular right to play, however, they shall be entitled to play as guests.

Student members may be students at a university or university of applied sciences or persons in training. The Management Committee shall decide in any cases of doubt.

Junior membership shall be open to children up to the age of 18, however, such membership shall require the written consent of the member's legal representative.

Honorary members shall be elected at the request of the Management Committee, the Annual General Meeting or an Extraordinary General Meeting.

Any change in membership status shall only be generally possible at the end of a calendar year and shall be reported in writing to the Management Committee by 30 November at the latest.

## Section 5 Becoming a member

Membership shall be irrespective of nationality, religion or race. Applications for membership shall be submitted to the Management Committee. An application for membership shall require the endorsement

of at least one member who has been with the Club for at least two years. Applications for membership shall be displayed for one week on the Club notice board for the other members. Any objections against a membership application shall be submitted in writing to the Management Committee, stating the reasons for such objection, within 14 days after the application was first displayed on the Club notice board. The Management Committee shall decide on whether to accept or refuse an application. In the event of a refusal, the Management Committee shall notify the applicant of its decision without stating the reasons therefor.

If accepted, the member shall be obliged to pay the membership fee pursuant to section 6 hereof, with payment of the full membership fee being payable for the current financial year.

### **Section 6 Members' rights and obligations**

All members who are 18 years of age and older shall be entitled to attend and vote at the annual general meeting and at all extraordinary general meetings. The members are obliged to protect the Club's image and interests and to treat the courts and facilities with the necessary care.

Membership fees shall be payable by the 31st of March of each year. Members who are in default with their membership fees shall not be entitled to vote or play until the membership fee has been paid in full.

### **Section 7 Expiration of membership**

Membership shall cease:

- a) when a member resigns; such member shall inform the Management Committee of their resignation by 30 November of the year with effect as of the end of the year;
- b) when membership is cancelled; the Management Committee shall be entitled to cancel membership if a member fails to pay their membership fee despite being reminded twice thereof; the obligation to pay the membership fee for the current year shall not cease due to such cancellation;
- c) when a member is expelled; the Management Committee shall be entitled to expel a member if such member acts in violation of the purpose of the Club, fails to honour their obligations as a member or behaves in a defamatory manner. Before the Management Committee decides as contemplated in lit. b) or c), the member shall be given an opportunity to justify their case. Notice of expulsion as contemplated in lit. c) shall be sent to the member in question by registered letter. Within one week after notice of such expulsion decision, the member shall be entitled to submit to the complaints committee a written complaint regarding such decision; the obligation to pay the membership fee for the current financial year shall not be affected by expulsion;
- d) on death.

### **Section 8 Subscription fees**

All subscription fees, entrance fees and other fees shall be set by the Management Committee. Any contribution to expenses may only be decided by the annual general meeting or an extraordinary general meeting following prior announcement in the agenda. The Management Committee shall be entitled to reduce subscription fees, entrance fees and other fees or, in special cases, to waive such fees or consent to payment in instalments.

Honorary members are exempt from all membership fees or contributions to expenses.

### **Section 9 Bodies**

The Club's bodies are:

- a) the Management Committee,
- b) the annual general meeting,
- c) the extraordinary general meeting.

### **Section 10 Management Committee**

The Management Committee shall be elected for a term of two years. Its term in office shall begin with its

appointment by the annual general meeting and it shall remain in office until its successors are appointed. The Committee comprises:

1. the President,
2. the Vice-President: Administration and Legal Matters,
3. the Vice-President: Finance,
4. the Vice-President: Sport,
5. the Member of the Board: Youths,
6. the Member of the Board: Club Facilities,
7. the Member of the Board: PR.

An Honorary President may be elected by the annual general meeting at the request of the Management Committee. An Honorary President is an honorary member who is entitled to a seat in the Committee, however, he shall have no voting right in the Management Committee.

Ordinary members to be elected to the Management Committee shall be of a legal age and shall be at least in their third year of membership. Committee members can be removed from office by a simple majority vote by the annual general meeting. If a member of the Management Committee vacates office before the end of their term, another member of the Management Committee shall assume the tasks of the retiring member until a re-election is held for the current term.

The Management Committee shall be deemed to constitute a quorum as soon as the majority of its members are present. Decisions by the Management Committee shall be made by a majority of the votes of the members present. In the event of a tie, the President shall have the casting vote.

The Management Committee shall manage the business of the Club. The President and the Vice-President for Administration and Legal Matters together or one of them with another Vice-President shall be entitled to represent the Club within the meaning of Section 26 of the German Civil Code [§26 BGB].

The Management Committee shall determine its rules of procedure.

### **Section 11 Annual general meeting**

The annual general meeting shall be held in the first three months of each financial year. The Management Committee shall convene the meeting in writing with at least two weeks' notice and stating the agenda.

The agenda shall include the following items:

1. Report by the Management Committee,
2. Report by the Vice-President: Finance,
3. Report by the cash auditors,
4. Discharging of the Management Committee\*,
5. New election of the Management Committee\*,
6. New election of the cash auditor\*,
7. Approval of the proposed budget,
8. Motions,
9. Other business.

\* Every second year only.

Absent members may only be put forward for election if they have submitted their agreement in writing to the chair of the meeting.

If several candidates are up for election, voting shall be carried out by secret ballot. Minutes shall be drawn up of the decisions made and shall be signed by both the keeper of the minutes and the President.

Motions shall be submitted in writing to the Management Committee eight days before the annual general meeting. The annual general meeting can accept motions that are not submitted in time by a simple majority.

Every annual general meeting shall be deemed to constitute a quorum when such meeting was correctly convened. The meeting shall be chaired by the President or the Vice President:

Administration and Legal Matters, and if they are prevented from doing so, by the longest standing member of the Management Committee (with voting rights).

Decisions by the annual general meeting shall be made by a majority of the votes of the members present with voting rights.

Any amendments to the Club's Constitution or By-laws shall require a three-quarter majority of the votes of the members present. Such amendments shall already be included as an item on the agenda sent with the written invitation.

Voting shall be public unless one of the members present with voting rights calls for voting by secret ballot.

In the event of tied vote, a second round of voting shall be carried out. In the event of a repeated tied vote, the lot shall decide between the two candidates with the most votes.

## **Section 12 General meeting**

The Management Committee shall be entitled to convene a general meeting at any time. It shall be obliged to convene such a meeting if at least 40 members with voting rights submit a written request to this effect explaining the reasons for such meeting and the agenda items to be addressed. In such a case, the general meeting shall be convened no later than four weeks after receipt of the request and stating the agenda items. Otherwise, section 11 hereof shall apply analogously.

## **Section 13 Committees**

The annual general meeting shall elect the following committees for a period of two years:

1. Complaints committee,
2. Cash auditing committee,
3. Festival committee.

Other committees may be elected in addition to the foregoing. Committee members may be voted off the committee.

The complaints committee shall comprise three members with voting rights who shall be at least in their fifth year of membership in the Club. The committee shall examine complaints made by members and shall strive to settle any disputes within the Club. If it is not possible to settle a dispute, the complaints committee shall submit the complaints with the committee's proposals to the Management Committee for its decision. In the event that the complaints committee and the Management Committee are unable to reach agreement, the final decision shall be made by the general meeting; the Management Committee shall convene such meeting within one month. When requested by the Management Committee, the complaints committee shall be sufficiently informed. The cash auditing committee shall comprise two members. It shall be entitled to examine and audit the Club's cash and book-keeping at any time and shall be obliged to do so twice a year. The Management Committee is obliged to allow the cash auditing committee to inspect all of the Club's business documents and to provide it with the information requested. Before discharging the Management Committee, the cash auditing committee shall submit a written report to the annual general meeting. Any irregularities shall be reported immediately to the Management Committee.

The festival committee shall be responsible for organising and hosting events of a social, cultural and artistic nature subject to agreement with the Management Committee. The festival committee shall comprise at least three members.

## **Section 14 Dissolution of the Club**

The Club shall only be dissolved by a resolution passed by a general meeting convened specifically for such purpose. The motion for dissolution shall only be valid if the purpose of the Club is no longer fulfilled. Such motion shall be submitted in writing to the Management Committee by at least half of the members with voting rights.

In order to decide on the motion to dissolve the Club, the general meeting shall be convened in writing at least four weeks before the date of the meeting while stating the reasons for the meeting. A resolution to dissolve the Club shall require attendance of at least two thirds of the members entitled to vote. The resolution shall only be passed if carried by at least three quarters of the members present

and voting.

In the event of the dissolution of the Club or the cessation of tax-privileged purposes, the Club's assets shall go to a legal entity under public law or another tax-privileged body in order to be used for youth work in tennis.

#### **Section 15 Coming into effect of the Constitution**

This Constitution and By-laws shall come into effect at the time the Club is registered in the Register of Associations.