



DEUTSCH-IRANISCHE
KREBSHILFE

Company by-laws

Deutsch-Iranische Krebshilfe e.V.

Helping and Educating

Articles of Association

§ 1 Name, registered office, fiscal year

The Association bears the name Deutsch-Iranische Krebshilfe (German-Iranian Cancer Society). The fiscal year of the Association coincides with the calendar year. The registered office of the Association is in Munich.

§ 2 Purpose, charitable status, function and implementation

2.1 The purpose of the Association is to combat cancer in general and particularly in Iran, as well as to represent the associated interests. The Association intends to establish an oncological organisation for Iran corresponding to the scientific/oncological requirements, models and specifications of European cancer institutions. This organisation is to contribute to the improvement of prevention, care and treatment situation of cancer patients. Another major function of the Association is to establish bilateral cooperation between German and Iranian oncological institutes in order to combat cancer.

2.2 The association pursues purposes which are exclusively and immediately for the public benefit as defined in the "Tax-Privileged Objectives" clause of the German revenue code. The Association is a charitable organisation; it does not primarily pursue its own financial purposes. The funds of the Association may only be used for the purposes defined in the Articles of Association. The Association is a non-profit association ("non-commercial association") in accordance with § 21 German Civil Code. The members do not receive any share in profits, nor any allocations from the funds of the Association. No Association member or third party may obtain benefits from expenditures unrelated to the aims of the Association or from unreasonably high remuneration.

2.2.1 The Association will comply with its obligation to produce proof and cooperate as required by law in accordance with §63 Para.3 AO (German revenue code). Proofs of the application of funds abroad will be translated into German as required. The Association can use an auxiliary in order to directly realise its purposes abroad (i.e. outside of Germany), in accordance with §57 Para.1 Clause 2 AO (German revenue code). This can be a foreign person, a natural person or a legal entity.

The donation receipts will also indicate if the purposes of the donation are realised abroad. If only part of the donation is applied abroad, it must be indicated that the donation is also applied abroad. If, at the time the donation is made, it is not clear whether or not it will be applied domestically or abroad, it must be acknowledged that the donation may potentially be applied abroad.

2.3 The purpose of the Association is realised in particular through the following undertakings:

To publish scientific findings on cancer diagnostics and therapeutics in Germany, Iran and worldwide and to promote and support cancer research.

To provide doctors with a platform which can be used to exchange knowledge, directly and via electronic media.

The Association collects oncological/scientific research findings and makes

them available free of charge to doctors and other interested parties. The Association will also provide information on the latest cancer screening, treatment and prevention methods. This information will be disseminated via electronic media in different languages, at least in German and Farsi (Persian).

2.4 The Association will promote scientifically recognised and effective treatment types, agents and methods and will oppose other, unscientific or ineffective procedures. The problem of dubious, false, religious and unproven claims of cures, methods and myths pertaining to cancer is combated with thorough and well-founded findings and studies. The findings and studies should be made widely available free of charge to both professionals and laypeople.

2.5 The Association contributes support and advice for the formulation of legislation and recommendations with respect to cancer prevention and treatment. It campaigns for adaptation to modern treatment options and the development of public and private assistance for cancer patients. Scientific standards are devised and published for this purpose. The Association is sponsoring the development of an oncological/medical infrastructure in Germany and Iran.

2.6 The Association works to educate the public about cancer. Emphasis is placed on information and dialogue about cancer screening; particularly for high-risk groups. The Association is working to establish professionally sound consultation concerning cancers, their progression, treatment options and the consequences of lack of treatment for German and Farsi-speaking members of the public.

2.7 Cancer prevention plays a prominent role in cancer medicine. The various options and steps for cancer prevention are communicated in a comprehensible manner and offered free of charge to the different target groups.

The Association strives to work closely with all German, Iranian and international organisations for cancer prevention, treatment and research.

The Association intends to make a lasting contribution to ensuring and improving the health and medical care of Iranian citizens of Germany.

2.7.1 The Association organises and implements medical and/or clinical non-credit courses. The Association will initiate and implement an exchange programme for students. This will involve both Iranian physicians and students staying in Germany and German physicians and students staying in Iran or other countries. Participants in the non-credit courses and exchange programmes must apply for the programmes. The Board of Directors and the specialised institutions in charge will decide on the applications and certifications of the applicants. Participants will then receive written attestation from the Association and the managing institutions for the period of residence.

2.8 Furthermore, close collaboration will be sought with international, national and local authorities and corporate entities responsible for health care and health care-related fields.

Collaboration will be sought with public and private organisations and companies, scientific institutions and individuals pursuing the same goals in the fight against cancer.

The Association will not pursue any political, religious or military purposes.

2.9 The Association will be converted into a non-profit, limited liability company (gGmbH) in due course.

§ 3 Register of associations

The Association is to be added to the register of associations. After it is added to the register of associations, the Association will add to its name the suffix "registered association" ("eingetragener Verein") in the abbreviated form e.V.

§ 4 Members and membership

4.1 A member of the Association can be any natural or legal entity with full legal capacity.

In light of the humanitarian, secular and peaceful purpose of the Association, the member must expressly acknowledge this.

4.2 Membership must be requested in writing. Each member must recognise the Articles of Association and confirm it in writing.

4.3 Membership approval is up to the Board of Directors. The membership is considered approved, as long as the Board of Directors does not express its opposition within 4 weeks of receiving the membership application. No justification is required for an application to be rejected, and rejection is considered final. One year must pass before another application for acceptance to the Association may be submitted. A decision by the Board of Directors to reject an application for membership cannot be contested. Legitimate claims for membership do not exist.

4.4 Membership consists of joining the Association. Membership takes effect upon delivery of a written letter of acceptance.

4.5 The members of the Association are divided into three membership levels:

Level 1: Private individual

Level 2: Medical and scientific professionals and oncological teams

Level 3: Individuals, companies, societies and other organisations wishing to promote the purpose of the Association

§ 5 Member resignations

Members have the right to leave the Association.

Membership may only be terminated at the end of a calendar year and is subject to a notice period of 3 months.

For a member to resign, a written notice must be submitted to the Board of Directors. For compliance with the term of notice, the notice of resignation must be received within the notice period by at least one member of the Board of Directors.

Membership expires automatically upon a person's death. In the case of legal entities, membership expires if the entity is liquidated or ceases its business activity.

§ 6 Exclusion of members

A member can be excluded from the Association if they culpably and grossly infringe on the interests of the Association.

A majority decision by the Board of Directors is required in order to exclude a member.

Before the decision is made, the member is given the opportunity for a personal or written hearing.

If the member to be considered for exclusion is a member of the Board of Directors, then the decision will be made by way of a General Assembly.

§ 7 Cancellation of membership and warnings

7.1 A membership can be terminated by decision of the Board of Directors if the member remains in arrears on their dues despite two written warnings. The member must pay their annual dues in full within eight weeks of the date of the warning. If the amount remains outstanding after this period, the membership can be terminated through a majority decision by the Board of Directors. The warning must be sent by registered mail to the last address known to the Association.

The member in question will be given the opportunity for a personal or written hearing. The member is liable for all costs resulting from warnings and unpaid dues.

7.2 The warning must indicate the impending termination of the membership. The warning remains in effect, even if the letter is returned to the Association marked "undeliverable".

7.3 A membership is terminated by a majority decision of the Board of Directors. The affected member can be informed of this decision but is not required to be informed of it.

§ 8 Membership dues

8.1 Each member shall pay a membership fee. No joining fee will be charged.

The amount of the membership fee varies depending on whether the member belongs to Level 1, Level 2 or Level 3. University and college students, severely disabled people and pensioners receive a 50% discount on the membership fee. The amount is determined at the General Assembly.

Level 1 and Level 2 members pay an annual fee determined by the General Assembly. Level 3 members pay an annual fee defined at their own discretion but not less than the minimum amount determined by the General Assembly.

8.2 The annual fee must be paid by March 1 of each year by bank debit or transfer in advance and in full for the first year.

If the membership starts or ends over the course of the year, an annual fee is still due in full. In exceptional cases and/or upon written request, the Board of Directors can waive this fee with a majority decision.

8.3 Honorary members are exempt from the membership fee.

§ 9 Bodies of the Association, assemblies, offices, deadlines

9.1 The bodies of the Association are

- a) The Board of Directors
- b) The General Assembly

9.2 The Association recognises the following types of assemblies:

- a) the ordinary General Assembly
- b) the extraordinary General Assembly

9.3 The ordinary General Assembly should be called at least once every financial year.

9.4 Extraordinary General Assemblies will be called as and when required. An extraordinary General Assembly must be called within four weeks if at least one third of the members request it from the President in writing, indicating the purpose and reasons.

9.5 Once the number of Association members from the different levels (1-3) exceed 100 members, the members should select delegates from their levels. The delegates represent the members at the General Assembly. 4 delegates represent 100 members from each membership level. For every 5 to 25 members, a delegate must be selected. The delegate has as many votes as the number of members they represent. The delegates are selected for the fiscal year. Delegates can be re-elected.

9.6 Proposals aiming to amend the Articles of Association or significantly affect the budget should be enclosed with convocation.

9.7 If the budget cannot be approved at the ordinary General Assembly, another General Assembly must be called within three months to approve the budget.

9.8 The General Assembly is summoned by the Board of Directors. The convocation is sent in writing at least four weeks in advance. The General Assembly is chaired by the President. The Chairman can allow guests to attend the General Assembly.

The agenda of the General Assembly is decided by the Board of Directors. The minutes of the General Assembly must be signed by the Chairman and the secretary.

9.9 Natural persons and legal entities, companies, societies and other organisations in accordance with § 4.2 of the Articles of Association each have one vote in the assemblies. The corresponding organisations will nominate one person with voting rights, as well as one deputy and submit the nominations to the Board of Directors in writing.

§ 10 The Board of Directors, periods of office, deputies

10.1 The Board of Directors is responsible for managing the day-to-day business of the Association. The Board of Directors performs its duties on a voluntary basis. The Board of Directors can appoint a Managing Director to handle day-to-day operations. The Managing Director has the right to participate in all assemblies of the Board of Directors in an advisory capacity.

Assemblies of the Board of Directors are held at least once a year. The convocation to assemblies of the Board of Directors will be sent by the office in writing at least six weeks prior to the date of the assembly. Assemblies of the Board of Directors constitute a quorum if the convocation was sent in accordance with the Articles of Association and at least two Board members, including the President, are present. If at least two Board members request an assembly of the Board of Directors, then, if need be, the assembly should be scheduled and a convocation sent out, likewise at least six weeks prior to the date of the assembly.

In emergencies the Board of Directors may pass resolutions in writing or by phone as long as all board members agree to this process in writing or by phone. Resolutions passed in writing or by phone must be recorded in writing and signed by the secretary.

The Board of Directors (§26 BGB) is comprised of
the president,
the treasurer
and one other board member.

The Association will be duly represented by two of these members of the board.

10.2 Board members are selected in secret. The candidate with the absolute majority of the votes cast will be selected. If there are more than two candidates, and none of them win an absolute majority of the votes, more rounds of voting will be held. The candidate with the lowest number of votes will be eliminated each time.

10.3 A board member's term of office is two years. They remain in office until the next Board of Directors is appointed in accordance with the Articles of Association. This does not affect the possibility of resignation. Board members can be re-elected.

10.4 The Treasurer is responsible for managing the financial affairs of the Association. He/she is an authorised signatory, along with one other board member, for accounts held in the name of the Association at financial institutions. The other board member shall act as the Treasurer's deputy. Each board member is listed on each financial institution's list of applicants.

Specific expenditures of up to €500.00 per business item will be signed by the office and the Treasurer. Specific expenditures of up to €10,000.00 per business item will be signed by the Treasurer and one additional board member.

Specific expenditures of over €10,000.00 per business item require a majority approval and the signature of the Board of Directors. The Board of Directors must draw up the budget for each fiscal year and, after the end of a fiscal year, they must draw up the balance sheet with the annual financial statement.

In addition, the accounts must be reviewed annually by two cash auditors selected by the General Assembly. The report must be submitted to the General Assembly for their information. This audit can only be replaced by the audit of an officially approved tax consultant.

10.5 The office of a Board member is terminated through the recalling, death or exclusion of the member or through their resignation from the Association.

10.6 One person may not hold more than one office on the Board of Directors.

10.7 In case of the illness, death or other disability of all Board members, § 29 BGB shall apply, whereby an emergency appointment of Board members shall take place through the responsible District Court.

§ 11 Power of representation in relation to third parties

The representation authority of the executive board is restricted against third-parties (§ 26 Abs.2, Satz 2 BGB), that purchasing or selling land, for debiting and for all other dispositions on credit for more than 10,000 (ten thousand) Euro is subject to the approval of the General Assembly.

§ 12 Presence of a quorum and decision-making

12.1 Every properly convoked General Assembly constitutes a quorum.

To pass a resolution on the dissolution of the Association (§ 41 BGB), the presence of two-thirds of the Association members or their selected delegates is required.

12.2 If a General Assembly convoked to decide on the dissolution of the Association does not constitute a quorum, another General Assembly with the same agenda must be convoked within four weeks of the date of assembly.

The second assembly may take place no sooner than two months following the first date of assembly but no later than four months after this time.

12.3 The convocation to the second assembly must indicate that the standard for a quorum has been rendered less stringent, since the decision to dissolve the Association now only requires the approval of two-thirds of the Association members present.

§ 13 Voting, majorities

13.1 Votes are cast by show of hands. If at least five of those present request it, then votes will be cast in writing and in secret. Members also have the option of participating in the election of Board members by fax or postal vote. To do so, the request to participate in the postal vote must be received by the office no later than one month prior to the elections. The vote must be received by the office no later than one week prior to the elections. Votes which are not received within these deadlines or after the elections will not be considered. Votes cannot be cast electronically, since there is no way to ensure their legitimacy.

The majority of members present decide on the resolution.

A resolution including an amendment to the Articles of Association requires the approval of three-quarters of the members present.

13.2 To change the purpose of the Association (§ 2 of the Articles of Association), the approval of all members is required; the approval of absent members must be received in writing. To pass a resolution on the dissolution of the Association (§ 41 BGB) a majority of four fifths of the members present is required. Abstentions do not count.

§ 14 Dissolution of the Association

14.1 The Association can be dissolved through a resolution by the General Assembly. It will then be liquidated by the Board of Directors.

14.2 Should the Association be dissolved or should its tax-exempt purposes become obsolete, the assets of the Association will go to the Deutsche Krebsgesellschaft e.V., Berlin branch, which must use the funds directly and exclusively for charitable, scientific/oncological and benevolent purposes.

14.3 The assets of the Association may only be discharged upon the approval of the tax office.