

Statutes of the association

PMI Germany Chapter e.V.

§ 1 Name, Headquarters, Business Year

1. The name of the association is "PMI Germany Chapter e.V.". It is registered in the register of associations of the Amtsgericht Berlin-Charlottenburg under the number VR 37708.
2. The registered seat of the association is Berlin.
3. The business year is the calendar year.

§ 2

Purpose of the Association

1. the purpose of the association is the stimulation, promotion and dissemination of the methods and application of project management in all areas of society. The aims of the association are to promote professionalism in project management and to provide a forum for the discussion and investigation of problems, solutions, applications and ideas in the project management field.
2. the association does not primarily pursue its own economic purposes.
3. funds of the association may only be used for statutory purposes. Members shall not receive any benefits from the Association's funds, with the exception of the reimbursement of actual costs that are necessary for the operation of the Association in accordance with its statutes.
4. no person may be favoured by expenses which are not related to the purpose of the association.

§ 3

General regulations of the statutes

For reasons of easier readability - and solely for this reason - the present Articles of Association use the habitual masculine form of speech for personal nouns and pronouns.

This does not imply any discrimination against other genders, but is intended to be understood as gender-neutral throughout for the sake of linguistic simplification.

§ 4

Membership

1. membership is open to any natural person who is interested in supporting the purpose of the association.
2. membership in the association requires membership in the Project Management Institute Inc., Pennsylvania, USA (hereinafter also referred to as "PMI") as well as regular payment of the membership fee for the association.
3. a person joins the Association by becoming a member of PMI or by renewing membership in PMI and selecting membership in the Association as an additional option.
4. there are the following two categories of membership in the Association:
 - (a) Regular Membership.
Regular membership is open to any PMI member.
 - b) Student membership
Student membership requires recognition of "Student Membership" status by PMI.
5. the membership in the association terminates
 - by the member's declaration of termination to the association, which he/she expresses via the corresponding option in the member settings at PMI,
 - by termination of the membership in PMI,
 - by exclusion for valid reasons, in particular because of behavior detrimental to the association, a member can be excluded from the association after a hearing with three quarters of the votes of the board of members. The decision on the exclusion is to be justified in writing and communicated to the member by registered mail. The excluded member may appeal against the decision of the board to the next general meeting within a period of one month after receipt of the notification.

§ 5

Membership fee

1. the membership fee is determined by the general meeting.
2. the membership fee can be settled together with the PMI membership fee via PMI and transferred to the association.
3. if a member leaves the association, membership fees already paid will not be refunded.

§ 6

Bodies of the Association

The bodies of the association are the board of members and the general meeting.

§ 7

Board of Directors

1. whereby the general meeting determines the exact number of board members. Only members of the association can be members of the board.
2. each member of the board is individually authorized to represent the association.
3. the board is responsible for the management of the association. It is responsible for all matters that are not transferred to another body of the association by the statutes.

§ 8

Election and term of office of the Board

1. The members of the Board shall be elected by the General Meeting for a term of three years, unless the General Meeting determines a different term of office in individual cases. Re-elections are permissible. After their term of office has expired, the members of the Board shall remain in office in an executive role until the next new election.
2. with the termination of the membership in the association the office as a member of the Board ends automatically.
3. a member of the board can resign at any time by sending a resignation in text

form. Any resignation shall be effective as of the date specified in the notice of resignation or, if no date is specified, as of the date of acceptance of the notice of resignation.

4. If a member of the Board of Directors resigns prematurely, for whatever reason, the next ordinary General Meeting must elect a new member of the Board to replace the resigning member for the remainder of his or her term of office.
5. The Board may appoint a substitute Board member on an interim basis until that time.
6. In order to carry out the day-to-day tasks in connection with the realization of the purpose of the Association, the Board may establish an office which shall be responsibly managed by a Managing Director to be employed by the Association. The exact scope of duties of the office shall be determined by the Board.

§ 9

General Meeting

1. The ordinary General Meeting shall be held once a year at a place and on a date to be determined by the Board.
2. an extraordinary general meeting is either decided by the board or called upon by 10% of the members. The cut-off date for calculating the number of members shall be the last day of the month preceding the request.
3. Ordinary and extraordinary general meetings shall be convened by sending an electronic message (e-mail) to all members using the e-mail address deposited by the member with the Association for notifications and - if the Association maintains a website - by publishing the invitation on the Association's website. The agenda set by the Board of Directors shall be communicated at the same time. The notice period is two weeks. The members are responsible for ensuring that their e-mail address data deposited with the Association is up-to-date.
4. the general meeting has a quorum regardless of the number of members present.
5. the meeting of the members is led by a chairman of the meeting, who is elected by the meeting of the members. The chairman of the meeting shall appoint a secretary for the respective general meeting.
6. by decision of the general meeting, the agenda set by the board can be changed and supplemented.
7. The manner of voting shall be determined by the chairman of the meeting. Each member has one vote.
8. the general meeting shall decide on the approval of decisions by a majority of the valid votes cast, unless a different majority is required by these statutes or prescribed by law.
In the case of a equality of votes, the chairman of the meeting shall conduct a new ballot. If the second ballot again results in equality of votes, the vote of the chairman of the meeting shall be the casting vote.
The decision taken shall be announced by the chairman of the meeting.
9. the general meeting can also be held electronically and elections and decisions can also be made electronically. For this purpose, a suitable technical system must be used.

10. in an election, the person who has received the most of the valid votes cast shall be elected. Abstentions are considered as votes not cast.
11. Decisions shall be recorded by the secretary. The minutes shall contain at least the following statements: Place and time of the meeting, the number of members present, the agenda, the individual voting results and the type of vote. The minutes shall be signed by the secretary and the chairman of the meeting. In the event of amendments to the statutes or the rules of the association, a copy of the amended statutes or rules of the association shall be attached to the minutes. Copies of the minutes shall be made available to each member upon request.

§ 10

Bylaws of the Association

1. the association can determine further regulations in bylaws of the association under consideration of the agreements existing between the association and PMI. If individual regulations contradict each other, the valid version of the statutes has priority.
2. the general meeting decides on the new version or amendment of the bylaws with three quarters of the valid votes cast.
3. the new version or amendment of the bylaws shall come into force after being adopted by the general meeting.

§ 11

Dissolution of the Association

The dissolution of the Association shall be decided by the General Meeting with a majority of three quarters of the valid votes cast. After the dissolution of the Association, the net assets of the Association shall go to an altruistic body to be determined by the members. In the event that the Association is merged with and absorbed by another legal entity, the assets of the Association shall pass to the acquiring legal entity.

§ 12

Amendment of the statutes

A majority of three quarters of the valid votes cast is required to amend the statutes.

§ 13

Statutes of the PMI Germany Chapter e.V. translated from German Version: 30.01.2020

This is the translation of the "Satzung" into English.

The translation is not legally binding. It is only informative. Legally binding is the statute "Satzung" of the PMI Germany Chapter e.V. in German, current version 30.01.2020

Severability clause

1. Insofar as one or more provisions of these Statutes require entry in the Register of Associations in order to be effective, in the event of the invalidity or ineffectiveness of such a provision, the Statutes as a whole as well as their individual provisions shall not be affected thereby and shall be entered in the Register of Associations.
2. Invalid or invalid provisions of the Statutes shall be replaced by a legal provision which comes as close as possible to their meaning. The wording of such a provision shall be decided by the next ordinary general meeting.