

Articles of Association of the Oberland Section of the German Alpine Club (Deutscher Alpenverein e.V. (DAV))

Adopted at the General Meeting of 26.04.2023

GENERAL

§ 1

Name and registered office

The Club bears the name: Oberland Section of the German Alpine Club (Deutscher Alpenverein e.V. (DAV)) and is based in Munich. It is registered in the Register of Associations of Munich District Court.

§ 2

Purpose of the Club

1. The purpose of the Section is to promote and cultivate mountaineering and alpine sports, especially in the Alps and the central German uplands and in particular for young people and families, to preserve the beauty and unspoilt nature of the mountain environment, to expand knowledge of the mountains and thus to cultivate a bond with our countryside and to promote other sporting activities.
2. The Section is politically neutral; it upholds the principles of religious, ideological and ethnic tolerance; it respects equal opportunities for women and men.
3. The Section pursues exclusively and directly charitable purposes within the meaning of the "Purposes with tax concessions" section of the German Tax Code. The charitable purposes in this context include the promotion of sport, nature and environmental protection, youth welfare and education and the preservation of local history and culture.
4. The Section acts without self-interest; it does not seek to make a profit and does not primarily pursue its own economic purposes. Section funds may only be used for statutory purposes. Members shall not receive any benefits from the Club's funds. Retired members shall have no claim to the Section's assets. No individual may benefit from expenditure that lies outside the purposes of the Section or from disproportionately high remuneration.

§ 3

Means for achieving the purpose of the Club

1. The purpose of the Club shall be achieved by the non-material and material means listed in paragraphs 2 and 3.
2. The following serve as non-material means for achieving the Club's purpose:
 - a) Mountaineering and alpine sports training and promotion of mountaineering and alpine sports activities. These include, in particular, the various forms of alpine skiing and climbing, kayaking and mountain biking and support for alpine rescue services;
 - b) Appropriate sports lessons and sports courses including instruction in mountain rescue techniques and mountain medical knowledge;
 - c) Joint mountaineering and alpine sports activities and hikes;
 - d) Organisation of expeditions;
 - e) Organisation of alpine sporting competitions, including anti-doping measures in accordance with the sports regulations of the German Alpine Club (DAV), breach of which is subject to penalties;
 - f) Construction, maintenance and operation of artificial climbing facilities and organisation of training opportunities at such facilities operated by third parties;
 - g) Maintenance and operation of the hut sites as bases for practising mountaineering and alpine sports, construction and maintenance of paths and routes;
 - h) Protection and care of nature and the landscape (in accordance with the relevant nature conservation legislation) and of the flora and fauna of the Alps and the central German uplands, in particular through the practice of mountain sports and the maintenance of huts and paths;
 - i) Youth welfare and comprehensive youth and family work;
 - j) Promotion and collection of literary, scientific and artistic works in the alpine region; distribution of publications;
 - k) Organisation and running of meetings, lectures, training courses and information events in connection with achievement of the purpose of the Club;
 - l) Establishment of a library and lending of mountain sports equipment, safety and map materials and relevant specialist literature;
 - m) Promotion of basic and advanced training for specialists;
 - n) Ongoing provision of information for members and the public about the Section's work and current developments in the area of the Club's objectives, in the form of a members' magazine or other media;
 - o) Cultivation of local history;
 - p) Set-up and operation of a website or other electronic media;
 - q) Cooperation with persons, organisations and institutions that pursue the same or similar objectives or support the Club's objectives.
 - r) Evaluation, promotion and initiation of activities to control tourism and reduce emissions, in particular through conception and realisation of sustainable mobility projects.
 - s) Evaluation, conceptualisation, promotion and implementation of climate protection measures.

3. The necessary material resources shall be raised through:
 - a) Membership fees and admission fees in the amount agreed in each instance;
 - b) Subsidies and grants;
 - c) Donations, collections, bequests and other gifts;
 - d) Asset management (such as interest, other investment income, income from shareholdings, income from letting and leasing); sponsorship money;
 - e) Advertising revenue;
 - f) Income from the operation of mountain huts and artificial climbing facilities;
 - g) Income from the rental of movable assets (such as mountain sports equipment, etc.);
 - h) Income from the distribution of publications;
 - i) Income from the sale of equipment, hut and Club items;
 - j) Income from Club events (Club festivals, competitions, lectures, courses, training programmes, guided tours, etc.).

§ 4

Membership of the German Alpine Club

The Section is a member of the German Alpine Club (DAV). It is subject to the Articles of Association of that Club and therefore has all the rights and obligations arising from them. Its obligations include:

- a) Submission of an annual report and annual financial statements as approved by the General Meeting;
- b) Payment of the contributions (Club fees) and levies resolved by the General Meeting on time;
- c) Prompt notification of changes to the Executive Board of the Section to the DAV;
- d) Implementation of the statutory resolutions of the General Meeting of the DAV, in particular adoption in its Articles of Association the provisions of the template for articles of association of the sections which the General Meeting has designated as binding;
- e) Limitation in the Articles of Association of the liability of the DAV for damages incurred by members of the Section when using DAV facilities or participating in DAV events;
- f) Arrangement of approval from the DAV Presidium for amendments to the Articles of Association;
- g) Arrangement of approval from the DAV for any sale or encumbrance of land or hut property relating to AV huts;
- h) Management of its area of work.

§ 5

Club year

The Club year is the calendar year.

§ 5 a

Remuneration regulations

1. Personal and out-of-pocket expenses, including travelling expenses, shall be reimbursed to members of executive bodies and members of the Club insofar as they were necessary in the interests of the Section. The Executive Board is authorised to adopt a corresponding regulation regarding reimbursement of expenses. Reimbursement is provided either on submission of proof of actual expenses incurred or in accordance with agreed flat-rate expense allowances. The flat rates for expenses may not exceed the applicable tax-free rates under income tax law.
2. Work for the Club in the context of a position on the executive body is fundamentally voluntary and without entitlement to remuneration. Notwithstanding the above, the Executive Board may decide to grant appropriate remuneration for time spent working for the Club; § 2.4 shall be observed when determining the amount. § 181 of the German Civil Code (BGB) does not apply in this respect.
3. Insofar as members of the Section work for the Club on a full-time, part-time or occasional basis and are to receive remuneration for this, the details shall be determined by the order or contract issued by the Executive Board or the Management in the individual case.

MEMBERSHIP

§ 6

Members' rights and limitation of liability

1. Members of legal age have a seat and vote at the General Meeting and may be elected. They may use the Section's property and all other Section facilities under the conditions stipulated and enjoy all the rights to which members are entitled.
2. Members who have not reached the legal age of majority are entitled to the membership rights specified in paragraph 1, with the exception of the right to vote and be elected. Notwithstanding the above, members aged 16 and over may vote but may not be elected.
3. The members of the Section are indirect members of the German Alpine Club. They are entitled to make use of its facilities under the conditions stipulated.
4. Liability of the Section and the persons authorised by it for damage caused to a member when using the Club's facilities or participating in Club events is limited beyond the scope of the insurance policies taken out by the DAV to cases in which a member of a body or another person working for the Section and for whom the Section is responsible under the provisions of civil law may be guilty of malicious intent or gross negligence. The same restriction applies to the use of Club facilities and participation in events organised by another section of the German Alpine Club.
5. Liability of the German Alpine Club (DAV) and the persons authorised by it for damages incurred by a Section member when using the facilities of the DAV or when participating in DAV events is limited beyond the scope of the insurance policies taken

out by the DAV to cases in which a member of a body of the DAV or any other person working for the DAV for whom the DAV is liable under civil law may be guilty of malicious intent or gross negligence.

§ 7

Member obligations

1. Each member shall pay the annual membership fee to the Section by 31 January of the current year at the latest. The amount shall be determined by the General Meeting. This is based on the categorisation of members decided by the DAV General Meeting.

For members who pay through the SEPA direct debit scheme, the membership fee shall always be debited on the first bank working day of the year, stating the creditor ID and the mandate reference number of the Oberland Section of the German Alpine Club (DAV).

2. Members shall only be entitled to membership rights for the period for which they have paid the annual membership fee.
3. Members joining in the course of the current year shall pay the full annual membership fee.
4. The Section fee may be reduced or waived by the Executive Board on request in special circumstances.
5. Every member is obliged to inform the Section of any change of address as soon as possible.

§ 8

Honorary members and sponsoring members

1. At the proposal of the Executive Board, the General Meeting may appoint members who have rendered outstanding service to the Section as honorary members. They shall receive the membership card for their category; they are exempt from the obligation to pay contributions to the Section.
2. Individuals or legal entities may become sponsoring members of the Section. More detailed provisions on admission, including the determination of any financial contributions, shall be decided by the Executive Board. The prerequisite for sponsoring membership is acceptance of the Section's Articles of Association. Sponsoring members of the Section shall not be indirect members of the German Alpine Club, they do not receive a membership card and do not enjoy the rights of ordinary members. They have the right to speak at the Section's General Meeting, but no voting rights. Sponsoring membership shall end at the end of the year or immediately in the event of expulsion by the Executive Board.

§ 9

Admission

1. Anyone wishing to be admitted to the Section shall submit their application in writing – including by means of modern communication methods.
2. A fee may be charged for admission, which shall be determined by the General Meeting.
3. The Executive Board shall decide on admission; it may delegate its decision-making authority.
4. Admission shall only become effective after payment of the admission fee and the first annual membership fee.

§ 10

Termination of membership

Membership shall be terminated

- a) by resignation; b) by death; c) by cancellation; d) by expulsion.

§ 11

Resignation, cancellation

1. The resignation of a member shall be communicated in writing; it shall take effect at the end of the current Club year. Notification of resignation must be received by the Section by 30 September at the latest.
2. The membership of a member who has not paid their fees by 31 May may be cancelled by the Executive Board or by the Managing Director on the basis of a general abstract decision by the Executive Board. The member is thus deemed to have stepped down without the need for any special notification.

§ 12

Expulsion

1. At the request of the Executive Board, a member may be expelled by the Disciplinary Board.
2. Reasons for expulsion are:
 - a) Gross breach of the purposes of the Section or the DAV, of resolutions or orders of the Club's bodies or of the smooth running of the Club;
 - b) Serious damage to the reputation or interests of the Section or the DAV;
 - c) Gross breach of alpine camaraderie.
3. An appeal against expulsion may be lodged with the General Meeting. It must be lodged with the Executive Board within a period of one month from receipt of the notice of expulsion, and the member shall be granted a hearing within a reasonable period of time before the decision is taken by the Disciplinary Board and the General Meeting. The decision to exclude a member shall be justified and the member shall be notified by registered letter.

§ 13
Departments, groups

1. The members of the Section may, with the approval of the Executive Board, form departments or groups within the Section. The General Meeting may dissolve them by resolution.
2. Separate groups shall be set up for youth mountaineers, juniors and children.
3. The departments and groups may adopt their own rules of procedure. They must not run counter to the Articles of Association of the Section or the DAV. They require the approval of the Executive Board. The departments and groups shall elect a head from their number.
4. A special membership fee may only be set with the approval of the Executive Board. Any department or group budget, even if a special membership fee is charged, shall be part of the general Section budget and be managed in accordance with the Section's budgetary principles.
5. Notwithstanding the provision in paragraph 3, the adoption of rules of procedure for the Section's Youth Group by the Section's Youth General Meeting requires a resolution of the General Meeting to take effect. Subsequent amendments to the Section's Youth Group rules of procedure must also be approved by the General Meeting. The General Assembly may not refuse to approve the Section's Youth Group rules of procedure if they are in accordance with the template for youth group rules of procedure in sections.
6. The departments and groups are not separate legal entities.

SECTION BODIES

§ 14
Bodies

The bodies of the Section are

- a) the Executive Board;
- b) the Advisory Board;
- c) the General Meeting;
- d) the Disciplinary Board

EXECUTIVE BOARD

§ 15
Composition and election

1. The Executive Board consists of the First Chairperson, the Second Chairperson, the Treasurer, a representative of the Section's Youth Group (Executive Board Member) and three additional members.
2. The members of the Executive Board are elected by the General Meeting for a term of three years by written, secret ballot, or by other legally valid means, including by block votes if no objections are raised. Re-election is permissible. The term of office shall be shortened or extended until the election of a new Executive Board member.
3. If a member of the Executive Board resigns during their term of office or is prevented from performing their duties for an extended period, the next General Meeting shall elect a successor for the remainder of their term of office. Until the election, the remaining members of the Executive Board shall appoint a substitute member.

§ 16
Representation

The Section is represented in court and out of court by the Executive Board. The First Chairperson, the Second Chairperson and the Treasurer have sole power of representation. In the case of legal transactions with an asset value of more than EUR 20,000, the involvement of another member of the Executive Board is required. Internally, the Second Chairperson may take action only if the First Chairperson is unable to do so and the Treasurer may take action only if the First and Second Chairpersons are unable to do so.

§ 17
Duties

The Executive Board shall set the agenda for all meetings of the Section, unless these Articles of Association expressly provide otherwise. It shall implement the resolutions of the General Meeting and decide on all matters that are not

reserved for the General Meeting. It shall draw up the budget and inform the General Meeting about it. Deviations from the budget are permitted insofar as these are necessary to fulfil statutory duties.

The Executive Board shall adopt rules of procedure.

§ 18 Rules of procedure

1. Meetings of the Executive Board shall be convened by the First Chairperson or, if he/she is unable to do so, by the Second Chairperson or, if he/she is unable to do so, by the Treasurer. It is quorate if at least three of the members are present or able to participate by means of electronic communication.
2. Resolutions shall be passed by a simple majority of the participating members; in the event of a tie, the motion is deemed to have been rejected.
3. In place of a meeting in accordance with (1), a resolution may also be passed by written or electronic vote of the majority of all Board members.
4. The Executive Board shall be convened if at least three of its members so request.
5. The Section may employ staff in return for remuneration. A Managing Director employed by the Executive Board shall act as a special representative of the Club (§ 30 BGB), limited to the area of business assigned to him/her. He/she shall not be a member of the Executive Board within the meaning of § 26 BGB. The Managing Director and his/her deputy are authorised to represent the Section alone for transactions with an asset value of up to EUR 10,000, and together with another Board member with sole power of representation of the Section for transactions with an asset value of up to EUR 20,000.

ADVISORY BOARD

§ 19 Composition, duties

1. The Advisory Board consists of: the heads of the departments and groups in accordance with § 13 of these Articles of Association, other officers appointed by the General Meeting to fulfil specific tasks and the honorary members elected in accordance with § 8 (1). The Section Youth Group may nominate for election to the Advisory Board one youth leader for each of three active and independent youth groups in accordance with § 13.2 of these Articles of Association; they shall be actively involved in youth work in accordance with § 13.2 and have a seat and vote on the Board. The Managing Director shall have a seat and vote on the Advisory Board. Members of the Executive Board cannot be members of the Advisory Board at the same time.
2. The Advisory Board shall be elected by the General Meeting for a term of 3 years. If a member of the Advisory Board resigns during their term of office or is prevented from performing their duties for an extended period, the next General Meeting shall elect a successor for the remainder of the term of office. Until the election, the Executive Board shall appoint a substitute member, following consultation with the Advisory Board.
3. The Advisory Board shall elect a spokesperson from among its members. This person shall convene the meetings of the Advisory Board as required with details of the agenda and shall chair them.
The Advisory Board shall be convened if at least 15 of its members so request. The Advisory Board is quorate if at least 25 of its members are present. Resolutions shall be passed by a simple majority of the members present; in the event of a tied vote, the motion is deemed to have been rejected.
4. The Advisory Board has the role of advising the Executive Board on all important Club matters. The relevant members of the Advisory Board shall be consulted before the Executive Board makes any important decision. The Advisory Board may request information and access to files from the Executive Board in all important matters relating to the Club and require a joint meeting with the Executive Board to be convened.
5. The Advisory Board may adopt rules of procedure analogous to § 13 no. 3.
6. The Executive Board shall be given the opportunity to participate in the meetings of the Advisory Board. Members of the Executive Board do not have voting rights.
7. Joint meetings of the Executive Board and Advisory Board shall be convened with details of the agenda and chaired by the First Chairperson. If they are prevented from doing so, § 16 sentence 4 applies mutatis mutandis. Resolutions shall be passed separately.
8. Otherwise, the provisions of § 15 (2) and (3) and § 18 (1) to (4) apply mutatis mutandis.

GENERAL MEETING

§ 20 Convocation and voting

1. The Executive Board shall convene an Ordinary General Meeting once a year, to which the members shall be invited at least four weeks in advance, either by means of a notice in the Club magazine which is also posted in the Service Centre or by publication of such a notice in the Süddeutsche Zeitung and the Münchner Merkur; the agenda shall be included. If the agenda provides for an amendment to the Articles of Association, the provisions of the Articles of Association that are to be amended shall also be specified. In the case of convocation by notice in the Club magazine and by posting in the Service Centre, the convocation period shall commence on the day of posting.
2. The Executive Board may convene an Extraordinary General Meeting in accordance with the provisions specified in (1). It shall be convened if at least 2.5% of the members or more than half of the members of the Advisory Board request this in writing, stating the reason.
3. The Executive Board may agree to allow members to participate in the General Meeting by means of electronic communication or to hold the entire General Meeting electronically.
4. If members do not have the opportunity to meet in one place and it is not reasonable for the Section or the Section members

- to hold the General Meeting by means of electronic communication, a resolution shall also be deemed valid if the vote is taken at the discretion of the Executive Board by written procedure in such a way that all members have been involved and the resolution has been passed electronically or in writing with the required majority by the deadline set by the Club.
5. In the case of a procedure pursuant to (3) or (4), authentication of those who participate electronically or in writing and the secrecy of the ballot shall be guaranteed.

§ 21 Duties

1. The General Meeting reserves the right:
 - a) to adopt the annual report of the Executive Board and the annual financial statements;
 - b) to ratify the actions of the Executive Board;
 - c) to elect and dismiss the members of the Executive Board, the Advisory Board, the Disciplinary Board (with the exception of members of the Disciplinary Board who are members of the Executive Board) and the auditors;
 - d) to adopt the budget for the current year;
 - e) to determine the membership fee, the admission fee and, in the case of exceptional financial burdens on the Section, additional levies;
 - f) to amend the Articles of Association;
 - g) to approve the Section's Youth Group rules of procedure as adopted by the Youth General Meeting and any amendments thereto;
 - h) to dissolve the Section.
2. Resolutions shall be passed by a simple majority of the valid votes cast; amendments to the Articles of Association require a majority of two-thirds of the valid votes cast. Abstentions shall not count when determining the result of the vote.
3. Amendments to the Articles of Association require the approval of the DAV.

§ 22 Rules of procedure

1. The First or Second Chairperson shall chair the General Meeting. Minutes shall be taken by a person appointed by the Executive Board, which shall include the resolutions verbatim. They shall be signed by the chairperson of the meeting and by the person who draws them up.
2. Motions for the Ordinary General Meeting that are received by the Executive Board in writing by 15 December of the previous year shall be placed on the agenda.
3. Resolutions may only be passed on items on the agenda.

DISCIPLINARY BOARD, AUDITORS; DISSOLUTION

§ 23 Disciplinary Board

1. The Disciplinary Board consists of 5 members, one of whom is a member of the Section's Executive Board. The other members may not hold any office in the Section.
2. The members of the Disciplinary Board shall be elected by the General Meeting, the member belonging to the Executive Board by the latter.
3. The Disciplinary Board is appointed to
 - a) settle disputes of all kinds within the Section;
 - b) carry out disciplinary and
 - c) expulsion procedures.Resolutions shall be passed by a simple majority of votes after hearing the person concerned. Apart from the exclusion procedure, they are final.
4. Otherwise, the provisions of § 15(2) and (3) and § 18(1) to (4) apply mutatis mutandis.

§ 24 Auditors

1. The General Meeting shall elect two auditors. § 15(2) and (3) apply mutatis mutandis to the election, term of office and dismissal of the auditors. Members of bodies of the Section cannot be elected as auditors.
2. The auditors are responsible for auditing the accounting and financial reporting. They shall oversee the cash transactions and bookkeeping of the Section. The annual accounts shall be audited as soon as the annual financial statements prepared by the Board of Directors are available.
3. The auditors may also request in writing at any time during the year that the Executive Board submit the accounts, supporting documents and business records within a reasonable deadline and inspect and audit them.
4. An audit report shall be prepared in writing for each audit and forwarded to the Executive Board. When auditing the accounts of Section bodies, the written audit report shall contain a proposal for the General Meeting to ratify the actions of the Executive Board or other bodies of the Club. In addition, the auditors shall present their annual audit report and their proposal to ratify the actions of the Executive Board or other bodies of the Club orally to the General Meeting.

§ 25 Dissolution

1. The General Meeting shall decide on the dissolution of the Section with a majority of three quarters of the votes cast by the members present.

2. If fewer than 200 of the members are present, the dissolution may only be decided by a second General Meeting, which shall be convened immediately and in compliance with the notice period and which is quorate regardless of the number of members present.

3. The General Meeting that decides on dissolution shall also dispose of the Section's assets in accordance with the following provisions.

If the Section is dissolved or suspended or if its purposes that entail tax concessions cease to exist, after covering any liabilities the remaining Section assets shall be used exclusively and directly for non-profit purposes as defined under tax law (including within the meaning of Austrian tax law). For this purpose, the remaining Section assets shall be transferred to the DAV or its legal successor or to one or more of its sections with the mandatory requirement that they be used exclusively and directly for non-profit purposes as defined under tax law, providing that the receiving corporate body fulfils the requirements for tax concessions (including within the meaning of Austrian tax law).

In this context and under these conditions, all rights to path and hut constructions shall be transferred to the DAV or its legal successor or the specific section free of charge.

Should the aforementioned corporate bodies no longer exist at the time of the liquidation of assets or no longer fulfil the necessary requirements (including Austrian requirements) for tax concessions or should the transfer of assets as described above not be possible for other reasons, the remaining Section assets shall be transferred to a legal entity under public law or another corporate body with tax concessions (also within the meaning of Austrian tax law) with the mandatory requirement that they be used exclusively and directly for the preservation of the beauty and unspoilt nature of the mountain environment and for the promotion of mountaineering and alpine sports.

Adopted at the General Meeting of 08.04.1997, amended at the General Meeting of 08.05.2001, 28.04.2005, 25.04.2006, 24.04.2012, 29.04.2014, 25.04.2017, 30.04.2019, 26.04.2023.

Oberland Section of the DAV

Dr Matthias Ballweg
1st Chairperson

Stamp

Andreas Mohr
Managing Director

Approval of the DAV in accordance with §§ 7(1) (g) and 13(2) (l) of the DAV Articles of Association

Date
for the Presidium of the DAV

Stamp

Signature