

**Statute of the
Hafen-Klub Hamburg e.V.**

**Art. 1
Name and Headquarter**

1. The club bears the name

Hafen-Klub Hamburg e.V.

2. It is based in Hamburg and is entered in the register of associations.

**Art. 2
Purpose**

1. In the interest of the common good, the purpose of the Hafen-Klub is to promote the understanding and relationships between its members as well as with domestic and foreign companies and their representatives.
2. It fulfills its purpose in cooperation with all relevant private and public companies and institutions:
 - a) with the provision of premises and facilities including an upscale gastronomy,
 - b) through appropriate events.
3. The Hafen-Klub should only generate income and accumulate assets to the extent necessary for its statutory purpose and the procurement, maintenance and management of the facilities serving this purpose.
4. The Hafen-Klub may not favor any person through administrative tasks that are alien to the purpose of the club, or through disproportionately high remuneration.

**Art. 3
Fiscal Year**

The fiscal year is the calendar year.

**§ 4
Members**

1. The Hafen-Klub has
 - a) members,
 - b) junior members,
 - c) senior members,
 - d) foreign members
 - e) extraordinary members,
 - f) honorary members.

2. Members

- a) Members can be natural persons (,individual members'), partnerships and commercial companies as well as legal persons (,corporate members'). Individual members exercise their membership rights personally, corporate members through one or more representatives).
 - b) Anyone who is employed by a member or is recommended by a member and is at least 25 and no more than 35 years old can become a junior member.
 - c) A senior Member may become an individual member and a member representative upon application if such person has reached the age of 60 and if their previous status as a Member Representative is or has been lost.
 - d) Foreign members can be natural persons, partnerships, commercial companies and legal entities if they have no place of residence, registered office or branch office in Hamburg and their business activities are based in Hamburg or have a branch or in any other way in or from one location exercise, which is beyond a radius of 100 km around Hamburg.
 - e) Natural persons who are willing and able to promote the purposes of the port club in a special way can be accepted as extraordinary members. They pay neither contributions nor allocations.
 - f) Persons who have rendered outstanding services to the Hafen-Klub can be appointed honorary members by the executive committee. They pay neither contributions nor allocations.
3. The executive committee regulates the delimitation of the type of membership in individual cases and, in accordance with these statutes and at its own discretion, decides on the admission of members, representatives, the change of representatives as well as on the admission as an extraordinary member and on the termination of the extraordinary membership.
 4. Members, associate members, external members and their representatives are referred to below as members, unless a differentiation is made.

Art. 5 Membership

1. Only those willing to support and promote the purposes of the Hafen-Klub Club can become a member of the Hafen-Klub.
2. Junior members (Art. 4 para. 1. b) retire upon the completion of the 40 years of age and can become a member upon application.
3. Members – of whatever kind – may not receive any profit shares or other benefits from Hafen-Klub funds. They have no claim to the club's assets upon their departure or upon the dissolution or dissolution of the Hafen-Klub.

Art. 6
Loss of membership

1. The membership ends through:
 - a) death,
 - b) dissolution of the partnership or commercial company or legal entity (not through conversion into another legal form) that bears the membership rights in accordance with Article 4, paragraph 1 a) and d),
 - c) leaving,
 - d) exclusion.
2. The representation ends through:
 - a) change of the representative,
 - b) leaving,
 - c) exclusion,
 - d) the case of Art. 6 para. 1.

Art. 7
Leaving

The resignation as a member as well as the resignation of the representative office are to be reported to the executive committee in writing and only permitted with a notice period of 6 months to the end of a calendar year. A change in the representative office is possible at any time.

Art. 8
Exclusion

1. A member of any kind can be expelled from the club or representative office by a decision of the presidium if the member does not fulfill his obligations to the club, violates the house rules or otherwise violates the interests of the club or the attainment endangered of its purpose.
2. Before the resolution is passed, the member must be given the opportunity to comment orally or in writing.
3. The member is to be notified of the decision in writing with reasons. The decision can be appealed to the advisory board within four weeks.
4. The advisory board makes the final decision to the exclusion of legal recourse.

Art. 9
Membership Fee

The amount of the joining fee and the amount of the annual contribution of a member results from the contribution regulations, which the presidium determines as well as the collection and the amount of any allocation according to the requirements of the budget. In addition to the contributions or an apportionment, sales tax will be charged at the applicable statutory rate.

Art. 10 Organs

The bodies of the club are the:

1. board of directors,
2. presidium,
3. advisory board,
4. general meeting.

Art. 11 Presidium

1. The executive committee consists of at least five and a maximum of nine people (the president and additional vice-presidents) from among the members, whereby the different sectors should be adequately taken into account as far as possible. The general meeting decides on the number with a simple majority. The members of the executive committee are elected by the General Assembly for three years. Re-election is permitted. The details are regulated by an election regulation, which is to be decided by the general assembly.
2. The executive committee elects the president, the first vice-president and the treasurer from among its members. You are the board of directors within the meaning of the German Civil Code. The club is represented jointly by two of them.
3. The presidium gives itself rules of procedure. It decides with a simple majority of votes. In the event of a tie, the president or the chairperson decides. The executive committee has a quorum when half of its members are present.
4. The board of directors requires the approval of the advisory board:
 - a. to transactions that justify a financial obligation in excess of 50,000 euros outside of the approved budget of the association,
 - b. for the acquisition, sale or encumbrance of land and ships or for the rental and leasing of such or rooms,
 - c. for taking out loans,
 - d. to conclude, amend or terminate contracts with managing directors,
 - e. to determine or amend the contribution regulations and for the collection and amount of a contribution.

Art. 12 Advisory board

The advisory board consists of at least five and a maximum of nine people from among the members, with appropriate consideration being given to the different sectors. The general meeting decides on the number with a simple majority. The members of the advisory board will be elected by the general meeting for a period of three years. Re-election is permitted. The details are regulated by an election regulation, which is to be decided by the general assembly.

2. The advisory board sets its own rules of procedure. It advises the Presidium and has the tasks assigned to it according to the statutes.

Art. 13

Term of Office of the Executive Committee and the Advisory Board

1. The term of office of a member of the executive committee or the advisory board ends at the end of the general assembly in which he is due for re-election, provided he does not stand for re-election or is not re-elected.
2. If a member of the executive committee or the advisory board resigns prematurely, the executive committee can appoint a new member of the executive committee or the advisory board from among the members with a remaining term of office until the end of the next ordinary general meeting. At this general assembly, a new member of the presidium or the advisory board can be elected for the remainder of the original term of office of the retired member of the presidium or the advisory board.

Art. 14

General Meeting

1. The supreme body of the club is the general assembly. It regulates all club affairs by passing resolutions, insofar as they are not to be dealt with by another body according to these statutes.
2. The regular general meeting takes place once a year. It is convened by the President – or, if he is unable to do so, by the First Vice President – in writing, by fax or electronically by inviting each member and announcing the agenda. The invitation along with the agenda must be sent at least four weeks before the day of the meeting. It is deemed to have been received by the member if it is sent to the last address given to the club in writing by the member.
3. The agenda is set by the executive committee. Applications for the general meeting must reach the club secretariat in writing, by fax or electronically at least two weeks before the day of the general meeting.
4. Extraordinary general meetings can be convened at any time by the president – or if he is unable to do so, by the first vice president. They must also be convened if at least 50 members request it in writing, by fax or electronically, stating the subject to be discussed.

Extraordinary general meetings are to be convened in the same form and time as ordinary general meetings. In particularly urgent cases, the convening period can be reduced to five working days.

5. The general assembly is chaired by the President – or if he is unable to do so, by the first vice-president or another vice-president. If no member of the executive committee is present, the meeting determines the leader. The same applies to presidium elections for the duration of the ballot and the preceding discussion.

6. The minute taker is determined by the chairman of the meeting. A non-member can also be appointed to take the minutes.
7. The members, junior members, senior members and honorary members are entitled to vote.
8. The resolutions of the general assembly are to be recorded in minutes. They are passed by a majority of votes of any kind from the voting members present, except for resolutions on amendments to the statutes or the dissolution of the club, which require the approval of 3/4 of the aforementioned voting members present.
9. The voting and elections can be open by show of hands or secret and in writing. If the latter is requested by a participant entitled to vote, the decision and/or the election must be made in writing and secretly.
10. The general meeting elects two auditors from among the members for a period of three years.

Art. 15 Management

The executive committee can appoint one or more managing directors who have to manage the business of the club according to its instructions.

Art. 16 Dissolving

If the club is dissolved or if its previous purpose no longer exists, its assets may only be used for charitable purposes. Unless the dissolving general meeting decides otherwise in this sense, the assets should be transferred to the German Society for the Rescue of Shipwrecked Persons (DGzRS).

Hamburg, October 16th, 2018