

STATUTES OF DEUTSCHER SCHULVEREIN MALAYSIA (DSM)

Persatuan Sekolah Jerman Malaysia

as of 29th October 2012

Name, Registered Address and Objectives of the Society

Paragraph 1

Name and Registered Address and Objectives of The Society

- (1) The name of the Society is
DEUTSCHER SCHULVEREIN MALAYSIA (DSM)
PERSATUAN SEKOLAH JERMAN MALAYSIA
(hereinafter referred to as the Society)
- (2) Its Registered Address is
Lot 5, Lorong Utara B
off Jalan Utara
46200 Petaling Jaya
Selangor Darul Ehsan
Malaysia

or any other address decided upon by the Council and approved by the Registrar of Societies.

Paragraph 2

Logo of the Society

Its official Logo is



The background on top of the logo shows the skyline of Kuala Lumpur. The Hornbill stands for the letter S in DSM and was chosen because it is the National Bird of Malaysia. The Hornbill was also chosen referring to Malaysia as a green environment which is reflected in the green colour of the letters. The green in the letters also correlates with the green of our homepage. The colours of the hornbill are the colours of the German Flag.

Paragraph 3

Objectives of the Society and the School

- (1) It is the aim of the Society to establish and run a school which provides a general education as well as a kindergarten and pre-school for German and German-speaking pupils with the prior approval of the authority concerned. This includes also the purchase or lease of real estate and the founding of a trust company. The Society is a non-profit organisation.
- (2) It is the aim of the School, managed by the Society, to provide an education for German and German-speaking pupils in line with German educational objectives for the procurement of German school leaving certificates by and large following the Thüringer syllabi.
- (3) In addition, the School, managed by the Society, views it as its duty to familiarise the pupils with the Malaysian Culture and National Language, to foster through extracurricular activities, human and cultural relations with the host country and to further mutual understanding. Furthermore, the School is to assist in the raising of funds and the organisation of extra-curricular activities, as well as assist in all matters concerning the welfare of its pupils and staff.
- (4) In line with the above aims, the School, managed by the Society, is also open to pupils of non-German nationality provided their knowledge of the German language is such that they are able to follow lessons, that there are vacancies in the School, and that it is not contrary to the laws of the host country. Exceptions for enrolment of pupils with little knowledge of the language are possible but require extensive support by the parents and additional courses in German as second language.
- (5) Organisation and Management of the school are in accordance with the above aims. Details of the former are determined in consultation with the Ambassador of the Federal Republic of Germany to Malaysia (hereinafter referred to as the Ambassador) and subject to approval by the German Foreign Office.

Membership

Paragraph 4

Ordinary and Honorary Members

- (1) Membership is open to corporate bodies and persons above the age of 18 who possess an adequate knowledge of the German language. Pupils can become members. Any such member below the age of 18 must have his/her parents or guardian to execute all instruments and give all acquittances necessary to be executed or given under the rules and regulations. Pupils have no right to hold posts in the Council.
- (2) At least one member of each family who has children in the school, be it parent or pupil has to apply for membership of the Society. The rights arising from membership can be exercised by any one parent or guardian of the pupil.

- (3) Any person having acquired particular merits in fostering the German School, the German language or in furthering cultural relations between the Federal Republic of Germany and Malaysia may be appointed honorary members of the Society by the members at a general meeting on the recommendation of the Council of the School Society.
- (4) All benefits, activities and facilities available to the voting members shall be conferred and extended to the children of the voting members who are registered as pupils of the school. Children for this purpose shall mean only the member's children below the age of 18. Corporate bodies have no voting rights in the General Meetings and in other matters regarding the Society.

Paragraph 5

Commencement and Expiry of Membership

- (1) Applications for membership must be submitted in writing to the Council and applicants must pledge to abide by the Statutes and pay all fees due.
- (2) The Council shall decide, by secret ballot, the admission of members; a simple majority suffices. The Council reserves the right to refuse membership without explanation.
- (3) The membership takes effect on the day after the application for membership has been approved.
- (4) Membership expires through death, resignation or exclusion of a member. Furthermore, the membership expires if the membership fees and other fees payable at the beginning of the business year have not been settled by the end of the business year in spite of written reminders having been issued.
- (5) The right of a pupil to continue to attend the School shall not be prejudiced by the expiry of a guardian's membership.
- (6) The Council shall be notified in writing of any resignation and such resignation shall take effect at the end of the business year.
- (7) The Council may decide to exclude any member if the reputation and/or interest of the Society are compromised by the member's behaviour. Prior to this decision, the member concerned is allowed to present his case. A two-thirds majority (of the votes) of the Council members present validates this decision which shall be made known to the member concerned; reasons for such a decision shall be stated. The member wishing to contest the decision shall have the right to convene a General Meeting; the decision of the General Meeting shall be final.

Paragraph 6

Membership Fees

- (1) Membership fees are payable on admission and thereafter on August 1st of each year. The Council may initiate legal proceedings should the arrears due not have been settled after a further period of 4 weeks.
- (2) The annual membership fees shall be determined at a general meeting at the request of the Council and be subject to the approval of the Registrar of Societies. At present it is MYR 300.00 annually for individual membership and MYR 3,000.00 annually for corporate membership.

General Meetings

Paragraph 7

Role of the General Meeting

The General Meeting is the highest decision making body of the School Society; meetings shall be conducted in the German language.

Paragraph 8

Schedules of General Meetings

- (1) The Annual General Meeting (AGM) shall take place within 3 months from the beginning of the business year. The business year begins on August 1st and ends on July 31st the following year.
- (2) Additional General Meetings shall be convened upon the request of the Council or if they have been proposed in writing to the chairman of the Council by at least 15 members; the reason for convening the meeting shall be stated. The meeting shall take place within 30 days after the proposal has been received by the Chairman of the Council.

Paragraph 9

Convention of Meeting

- (1) Meetings shall be convened and presided over by the Chairman of the Council (i.e. the President) upon the resolution of the Council.
- (2) Written invitations including the agenda shall be issued and shall be posted 3 weeks before the date of the meeting.
- (3) The Secretary shall be notified of additional items for inclusion in the agenda at least 2 weeks before the date of the meeting.
- (4) Details of the agenda as well as the following appendices shall be posted to the members at least one week before the general meeting:
 - President's Report
 - Treasurer's Report

- Headmaster's Report
- Minutes of the last meeting, including appendices where necessary.

In addition, the following documents necessary for the Annual General Meeting shall be included:

- Audited Financial Statement for the previous business year
- Projected Budget
- Proposed list of candidates for election to Council.

Paragraph 10

Maintenance of Quorum and Election

- (1) Any resolutions shall be decided upon at the General Meeting presided over by the Chairman. The General Meeting shall have a quorum if at least half of those members entitled to vote or their proxies are present; or if the number of voting members (or their proxies) present is at least twice the number of Council members eligible to vote, whichever is less.

Only members of the Society may be assigned proxies. The assigned proxies shall notify the Secretary in writing prior to the start of the meeting. Each member may only act as proxy for not more than 2 absent members.

- (2) Should there be no quorum by the time that half an hour of the scheduled time for the meeting has elapsed, the meeting shall be postponed to the same day of the following week, after determining the time and place. Irrespective of the number of members present, the meeting shall then be considered to have a quorum, however, without the authority to amend the present statutes.
- (3) All members of the Society other than corporate bodies, Honorary members and pupils below 18 years of age shall be eligible to vote. Resolutions at general meetings shall be passed by a simple majority of votes of the members present who are eligible to vote. Teachers and employees have no right to vote in the election of the Council or discharge of the Council.

Paragraph 11

Purpose Of All General Meetings

- (1) Adoption of minutes of the previous meeting.
- (2) Acceptance of the President's report concerning the activities of the Council members.
- (3) Acceptance of the Headmaster's report.
- (4) Passing of resolutions concerning the Council's proposals, posted to the members together with their invitation to the meeting.

- (5) Passing of resolutions concerning member's proposals submitted in writing to the Council at least two weeks prior to the meeting. Any proposals submitted later shall only be discussed or passed with the consent of the Council.

Purpose Of An Annual General Meeting

- (6) Acceptance of the auditor's and comptroller's report.
- (7) Acceptance of the annual balance sheet.
- (8) Confirmation of newly-elected members.
- (9) Discharge of the School Society's Council.
- (10) Passing of the budget estimate for the new business year as submitted by the Council.
- (11) Election of an election manager from among the members and honorary members present for the election of the Council members.
- (12) Election of Council.
- (13) Election of one auditor and one comptroller.

Additional purposes of a general meeting

- (14) Passing of resolutions concerning the acquisition or sale of assets and the raising of loans in so far as the Council is not authorised to pass such resolutions.
- (15) Passing of resolutions on membership fees.
- (16) Resolution concerning objections to the exclusion of a member.

Paragraph 12

Minutes

- (1) Minutes of the general meeting are drawn up and signed by the Chairman of the meeting and the Secretary.
- (2) The President arranges for a copy of the minutes to be posted to each member as well as the Ambassador. Any proposals to amend the minutes shall be submitted in writing, put on record by the Chairman and included in the agenda of the next General Meeting.

Office Bearers Of The Society

Paragraph 13

Members and Positions

- (1) The following positions shall be filled by the Council members to be elected in an Annual General Meeting.

1. President

(The President shall preside over all general meetings and all Council meeting. He shall be the first among equals (Primus inter pares) and shall act as a representative of the society.)

2. Vice President

(The Vice President shall act as the president's representative of the society during his absence.)

3. Secretary

(The Secretary shall draw up the minutes of all general meetings and Council meetings.)

4. Treasurer (The Treasurer shall administer all the funds of the DSM.)

5. Five Ordinary Committee Members

(The duties of the ordinary committee members are determined by the Council as required.)

- (2) The following persons take part in an advisory capacity in all meetings of the Society's Council: The Ambassador or his representative, appointed by the Ambassador and the Headmaster.

Paragraph 14

Convention Of Meeting

(1) Council Meeting

The President issues monthly invitations to meetings to the Council, but not during school holidays. A written invitation including the agenda shall be issued and posted no later than one week before the meeting.

(2) Extraordinary Council Meeting

Should two Council members or the Ambassador or the Headmaster together with two Council members propose an extraordinary Council meeting, the president shall issue invitations to an extraordinary Council meeting within one week. In the case of extremely urgent matters, the period of one week may be reduced, with the express permission of the Ambassador.

(3) The meetings of the Council are strictly closed-door meetings.

(4) Other persons may attend the meetings on an advisory capacity, should the Council resolve thus.

Paragraph 15

Terms of Office and Succession

- (1) The Council member's term of office shall be two years, no longer, however, than up to the annual general meeting following the next one. Re-election is possible.
- (2) Should a Council member resign before the conclusion of his term of office, the Council may replenish itself. The election of the new member shall be confirmed at the next Annual General Meeting.

Paragraph 16

Maintenance of Quorum And Majorities

- (1) The Council shall reach a quorum when at least half of its members eligible to vote are present.
- (2) Any resolutions of the Society's Council are passed by a simple majority of votes cast by those members present and eligible to vote.
- (3) Should the Council be unable to maintain a quorum due to resignation of members, the Ambassador or his representative shall in this case appoint an interim director who shall be authorised to act on behalf of the Council in all matters until quorum is reached once again.

Paragraph 17

Duties Of The Council

- (1) The Council shall take care of all the Society's affairs insofar as they are not resolutions to be passed at General Meetings. The Council shall act on the resolutions passed at general meetings.
- (2) The Council's duties in detail are:
 - a) Appointment and discharge of the Headmaster, the teachers and the employees of the School.
 - b) Implementation of school regulations as introduced by the Headmaster.
 - c) Deliberation and drawing-up of the budget estimate for the new business year while taking into consideration the conditions to be met for the granting of official assistance from Germany.
 - d) To procure and administer the necessary funds for the School; to ensure that the budget is adhered to. The Council shall decide the taking-up of short-term loans (less than one year), which shall not exceed, either on their own or in conjunction with other loans, one-twelfth of the yearly budget.

- e) Judicial and extra judicial representation of the Society; to issue and accept legal declarations on behalf of the Society; to undertake legal actions of any kind insofar as assets -(moveable and immovable) procured with funds from the Federal Republic of Germany are not concerned.
- f) Decisions concerning applications for the reduction of entry fees and school fees.
- g) Passing of resolutions concerning admission and exclusion of Society members.
- h) Any resolutions affecting the official German Assistance to the School in extent and manner shall be passed with the consent of the Ambassador.
- i) The Council takes care of all matters concerning the School. The Headmaster shall be involved in this process according to his terms of reference.
- j) Drawing-up of the annual report for the Annual General Meeting.
- k) Determination of school fees and kindergarten fees.

Paragraph 18

Signature Of Documents

- (1) In order to make the signature of a Society's document legally binding, any two of the three Council members mentioned hereafter shall be authorised to sign, unless otherwise specified in the Statutes: the President, the Vice President and the Secretary. The Treasurer or his representative appointed by the Council together with one of the three Council members mentioned above shall be authorised to sign any documents concerning the administration of the accounts. The prior consent of the Ambassador must be obtained for any matters which may affect the extent and manner of the official assistance from Germany.
- (2) The Council shall be obliged to consult the Headmaster insofar as any documents to be signed concern the latter's official responsibilities.

The Headmaster shall co-sign the contracts of employment of the teachers and the School's general staff.

Other Regulations

Paragraph 19

Revenues

- (1) All surplus moneys arising over expenditure received by the Society shall be vested into an accumulated fund for the benefit of the society. Surplus shall mean the contributions received by the society in a financial year less related operating expenses.

- (2) Any other income received by the Society from other sources shall be used within the financial year for the further development, promotion, implementation of the society's aims.
- (3) The Society may pay fees to or reimburse the expenses, incurred while rendering service to the Society, of Council members, ordinary members or employees of the Society or any other persons.

Paragraph 20

Rights And Duties Of The Headmaster

The rights and duties of the Headmaster, especially his participation in decisions by the Society's Council concerning personnel, are determined by his contract of employment, his terms of reference, the School's rules and regulations and conference regulations.

Paragraph 21

Participation Of Teachers, Pupils And Parents

The Council shall ensure suitable participation and sharing in the School's affairs by teachers, pupils and parents, in line with the regulations in force for the School.

Paragraph 22

Audit

The auditors and comptrollers elected shall audit the entire administration of assets.

Paragraph 23

Prohibitions

- (1) Games of chance of any kind shall be prohibited on the school grounds.
- (2) The Society shall not organise any lotteries without a permit issued by the local authorities, be it on its own behalf or that of the Council or Society members, no matter whether such a lottery be restricted to members only, unless a special permit issued by the relevant local authorities has been obtained.
- (3) The Society shall not engage in political activities of any kind or allow its funds and/or school grounds to be used for political activities.
- (4) The Society's funds shall not be used to pay any fines of members sentenced by a court of law.
- (5) The Society shall not enter into any legally binding agreements with any association outside Malaysia. Any agreements with the Federal Republic of Germany necessary to ensure financial assistance for the Society shall be exempted.

Paragraph 24

Special Obligations Of The Society And The School

- (1) The Statutes shall regulate the duties and internal competence of the Society. At the same time, the Statutes constitute the basis for attaining/obtaining legal capacity.
- (2) In addition, specially formulated obligations of the Society and the School exist
 - towards the relevant Malaysian education authorities, should they be responsible for the supervision of schools.
 - towards the Foreign Office (of the Federal Republic of Germany) and the Federal Administration Authority - Centre For Foreign School Affairs - regarding conditions of assistance.
 - towards the Council of Education Ministers (of the Federal Republic of Germany) regarding syllabi, German examinations, recognition of the School in terms of qualifications (regarding entry into German institutions) and the teachers' working conditions.

Paragraph 25

Amendments To The Statutes

- (1) Any resolution to amend the Statutes shall only be passed at a general meeting and with a majority of two-thirds of the valid votes cast.
- (2) Should the School or the kindergarten, as the case may be, receive assistance from funds of the Federal Republic of Germany, the Foreign Office of the Federal Republic of Germany must consent to any amendments to the Statutes prior to their taking effect.
- (3) Any amendment to the Statutes requires the consent of the Registrar of Societies and shall be submitted to the Registrar within 28 days of such amendment being passed by the members.

Paragraph 26

Dissolution Of The Society

- (1) The Society shall be dissolved only with the consent of three quarters of all members eligible to vote.-
- (2) Liquidation of the Society's assets shall only be affected by at least two members and the Ambassador.
- (3) In the event of the Society being dissolved all debts and liabilities shall be fully discharged out of the funds and assets of the Society, and the balance, if any shall be transferred to the Federal Republic of Germany with the approval of the voting members with the provision

that it will be kept ready for a period of ten (10) years for the purpose of establishing a new German School in the host country. The trustee(s) of the assets shall be appointed by the Embassy of the Federal Republic of Germany. The assets shall remain in Malaysia. With expiry of this period, the Society's assets shall be distributed to institutions in Malaysia that organise and operate exclusively for charitable, educational, scientific and/or literary purposes.

- (4) The Registrar of Societies in Malaysia shall be notified of the dissolution within seven days.

Paragraph 27

Interpretation

Should any problem or question arise which have not been dealt with in these Statutes, the Council is authorised to act as it sees fit.

This decision is consequently binding for all Society members, as long as no decisions to the contrary are taken at the next general meeting.