



Alexander von Humboldt

**DEUTSCHE INTERNATIONALE SCHULE
ÉCOLE INTERNATIONALE ALLEMANDE
GERMAN INTERNATIONAL SCHOOL**

BY-LAWS
of
the German School Association
in Montreal, Quebec, Canada
the
Alexander von Humboldt German International School inc.

This is a translation of the German original. In case of doubt the German version takes precedence.

§ 1

Name and seat of the association

- (1) The name of the association is Alexander von Humboldt École internationale allemande inc. (in English: Alexander von Humboldt German International School Inc.; in German: Alexander von Humboldt Deutsche Internationale Schule Inc.)
- (2) According to the agreement between the Federal Republic of Germany and the Province of Quebec of 1980-05-23, later Entente of 1992-02-07, the school association is run as a non-profit organization (*personne morale sans but lucratif*).
- (3) Its registered office is in Baie-d'Urfé, Quebec, Canada.

§ 2

Purpose and aim of the association and the school

- (1) The purpose of the association is the establishment and maintenance of a general education school including kindergarten/preschool for pupils¹ in the German language.
- (2) The school serves the purpose of providing its students with a school education that is geared towards German educational goals using German curricula and, as a rule, German qualifications, especially the Abitur. This educational program is supplemented by curriculum elements from the province of Quebec to provide students with a diploma that is recognized in Canada.
- (3) The school is also committed to familiarizing students with the cultures and official languages of Canada and to fostering human and cultural ties and mutual understanding through extracurricular activities.

¹ The use of the masculine form explicitly includes all other genders.

(4) Within the framework of these objectives, the school is also open to pupils of non-German nationality, provided that they have a command of the German language or are undergoing an intensive language learning process of the German language, the capacity of the school allows it, and the legal regulations of the country do not contradict it.

(5) The structure of the school is based on these objectives and is determined, in detail, in agreement with the Federal Foreign Office with the assistance of the Consulate General of the Federal Republic of Germany Montreal.

MEMBERSHIP

§ 3

Members

(1) Any natural person who has reached the age of 18 years, has a sufficient command of the German, English or French language and agrees to the purpose of the association (§ 2) can become a member of the association. The applicant must submit a written application for membership to the board of directors and in it commit to pay the annual membership fee determined by the general meeting.

(2) Legal entities may become members of the association. They can send a representative to the general meeting who is entitled to vote and who has sufficient command of the German, English or French language.

§ 4

Recording

The School Association Board decides on the application for admission by secret ballot with a two-thirds majority of the members present. A rejection is made without giving reasons.

§ 5

Honorary members

Persons who have rendered outstanding services to the German School, the German language or the cultural relations between the Federal Republic of Germany and Canada may be appointed honorary members of the Association with voting rights by the general meeting at the request of the School Association Board.

§ 6

Termination of membership

(1) Membership expires by death, resignation or exclusion of the member from the association. Membership also expires if the membership fee due at the beginning of the school year has not been paid after prior reminder by the beginning of the first general meeting.

(2) Withdrawal must be communicated in writing to the School Association Board and takes effect at the end of the school year.

§ 7

Exclusion

(1) Members can be expelled by resolution of the School Association Board if their conduct damages the reputation or interests of the Association. Before the decision is made, the person concerned must be given the opportunity to comment. The decision requires a two-thirds majority of the members present. The decision will be communicated to the person concerned, stating the reason.

(2) The member has the right to appeal to the general meeting against this decision. This meeting makes the final decision.

GENERAL MEETING

§ 8

Dates of the general meeting

(1) The annual general meeting must take place within three months of the beginning of the school year.

(2) Further general meetings will be convened if they are decided by the School Association Board or if at least one-fifth of the members submit a written request to the Chairman of the School Association Board, stating the reasons. The general meeting takes place within three weeks.

§ 9

Convening

(1) General meetings are convened and chaired by the President of the School Association Board. The invitation is sent in writing to the members, stating the agenda and must be sent ten days before the date of the meeting.

(2) The general meeting usually takes place in the school building. Exceptionally, it can also be held by telecommunication using adequate technology. In addition, the possibility of telecommunicative participation in face-to-face meetings can be opened up.

(3) Participants in telecommunicative form shall be deemed to be present within the meaning of these statutes.

§ 10

Quorum

(1) The general meeting has a quorum if at least one eighth of the members are present during the voting. Absent members cannot be represented by members present.

(2) If the meeting is not quorate, the chairman shall convene a new meeting on another day, which must take place within fourteen days. The newly convened general meeting is quorate regardless of the number of members present.

§ 11

Tasks

Tasks of the annual general meeting are:

- (1) Resolution on the minutes of the last general meeting (§ 13);
- (2) Acceptance of the report of the Chairperson on the activities of the School Association Board;
- (3) Receipt of the report of the Principal;
- (4) Receipt of the treasurer's report on the financial situation of the School Association;
- (5) Approval of the financial management and the annual accounts;
- (6) Discharge of the School Association Board;
- (7) Resolution on the budget estimate for the new fiscal year presented by the School Association Board;
- (8) Resolution on the acquisition or sale of assets and taking out loans, insofar as the School Association Board is not authorized to make decisions (see § 20 Para. 2 No. 6), as well as the authorization of the Board to take out mortgages and other encumbrances in rem;
- (9) Resolution on the amount of the membership fee;
- (10) Passing of resolutions on motions by the School Association Board, the wording of which was communicated to the members with the invitation to the general meeting;
- (11) Resolutions on motions from among the members that have been submitted in writing to the School Association Board at least 14 days before the general meeting. Motions from the School Association Board that are submitted later can only be negotiated or decided upon with the consent of the majority of members present;
- (12) Decision on the appeal against the exclusion according to § 7 (2);
- (13) Election of the School Association Board (§ 16);
- (14) Election of the auditor.

§ 12

Votes

- (1) The decisions of the general meeting are made - unless otherwise specified - by a simple majority of votes of the members present. In the event of a tie, the chairman of the meeting shall have the casting vote.
- (2) Teachers and employees of the school have no voting rights in the election and discharge of the board.

§ 13

Minutes

- (1) Minutes shall be taken of the proceedings and signed by the chairman of the meeting and the secretary.
- (2) The President of the School Association Board will arrange for copies of the minutes to be sent to all members and the Head of the Consulate General of the Federal Republic of Germany Montreal. Amendments to the minutes must be recorded by the President and made the subject of the next general meeting.

SCHOOL ASSOCIATION BOARD

§ 14

Members and permanent meeting participants

- (1) The School Association Board consists of seven members. Only members of the School Association are eligible for election. Not eligible for election are teachers and employees of the school, their members of the same household and their other close relatives. Members of the school's Parents' Councils leave the Parents' Council as soon as they are elected to the School Association Board.
- (2) All meetings of the School Association Board are attended in an advisory capacity by: The Head of the Consulate General of the Federal Republic of Germany Montreal or his representative and the Head of the School.

§ 15

Further meeting participants

The School Association Board may invite additional participants to the meetings or to individual items on the agenda in an advisory capacity.

§ 16

Term of office and succession

- (1) The term of office of the School Association board members is two years. At the end of each school year, half of the members resign; re-election is possible.
- (2) If, in exceptional cases, the entire Executive Board has to be newly elected, one half of the members will be elected for a period of two years, the other half for one year. Those applicants who receive the higher number of votes belong to the first half; if several applicants receive the same number of votes, the order among them is determined by drawing a lot.
- (3) If a member of the executive committee resigns before the end of his or her term of office, the executive committee shall supplement itself by co-opting. The cooptation requires the confirmation by the next meeting of the members.

§ 17

Offices and rules of procedure

- (1) The School Association Board elects from among its members the Chairperson, the Treasurer, the Secretary and their respective deputies.
- (2) The School Association Board shall adopt rules of procedure.
- (3) The language of negotiation is German.

§ 18

Resolutions and quorum

- (1) Resolutions of the School Association Board are passed by a majority vote of the Board members present. In the event of a tie, the chairman has the casting vote.
- (2) The School Association Board has a quorum if at least half of its members are present. By way of exception, attendance may be by telecommunications, provided that comprehensible communication is ensured.
- (3) If the Board of Directors becomes non quorate due to the resignation of members, the Head of the Consulate General of the Federal Republic of Germany Montreal or his representative shall, if necessary, appoint a Managing Director who is authorized to conduct all business of the Board of Directors until the quorum is reached.

§ 19

Convening of meetings

The chairman invites to the meetings of the School Association Board at least one week before the beginning of a meeting. If two board members, the head of the Consulate General of the Federal Republic of Germany Montreal or its representative, or the head of the school apply, the chairman or his deputy will convene a meeting within one week.

§ 20

Tasks of the School Association Board

- (1) The School Association Board regulates all matters of the Association, unless they are reserved for resolution by the general meeting. It executes the decisions of the general meeting.
- (2) In detail, the School Association Board performs the following tasks:
 1. Election, employment and dismissal of the Principal;
 2. Employment and dismissal of teachers and employees of the school, local preliminary decision on the service contracts of the teachers placed by the Federal Office of Administration – Central Agency for Schools Abroad - with the participation of the Principal according to the regulations laid down in his service regulations;
 3. Resolution on the objectives and structure of the school in accordance with § 2 Para. 5;

4. To put into effect the regulations of the school introduced by the Principal;
5. Advice and preparation of the budget estimate for the new fiscal year, taking into account the conditions for the granting of German official support;
6. Providing the necessary funds for the school, monitoring the adherence to the budget. The School Association Board decides on the taking up of loans with a term of less than one year, the amount of which, either individually or together with other loans, may not exceed one twelfth of the annual budget,
7. Judicial and extrajudicial representation of the School Association, submission and acceptance of legal declarations on behalf of the School Association, performance of legal acts of any kind, as long as they do not involve movable and immovable property created with funds of the Federal Republic of Germany;
8. Decision on applications for school fee reduction;
9. Resolution on the admission and exclusion of members of the association;
10. Convening of the general meeting and drawing up the agenda;
11. Decision on disciplinary measures, as far as the school rules provide for this.

(3) Decisions affecting the scope and nature of German funding must be made in agreement with the Head of the Consulate General of the Federal Republic of Germany Montreal.

(4) Organizational matters of the school are regulated by the School Association Board in agreement with the Principal, whose duties and responsibilities in the pedagogical and administrative areas are defined by the service regulations.

§ 21

Drawing of documents

The legally binding signing of documents of the School Association is done by the signature of the Chairman or his deputy and another member of the School Association Board. If matters are involved that could affect the scope and nature of German support, the prior consent of the Head of the Consulate General of the Federal Republic of Germany Montreal must be obtained. Insofar as documents affect the official duties of the Principal, he will be given access to them.

OTHER PROVISIONS

§ 22

Rights and duties of the Principal

The rights and duties of the Principal, in particular his participation in personnel decisions of the school association board are defined by the contract of employment, the service regulations, the school rules and the conference rules.

§ 23

Participation of teachers, students, parents and the school administration

The School Association Board ensures that teachers, students, parents and members of the school administration are granted appropriate participation and involvement in school life in accordance with the regulations applicable to the school.

§ 24

Fiscal year

The fiscal year begins on September 1 of the year.

§ 25

Auditing

- (1) The general meeting elects an auditor who is to audit the annual financial statements after completion.
- (2) The auditor shall be elected for the current fiscal year. A re-election is possible.
- (3) The general meeting can decide on an extraordinary audit of accounts and cash by a member who is not a member of the School Association Board.

§ 26

Special ties between the school association and the school

- (1) The tasks and the internal responsibilities of the association are regulated by these statutes. At the same time it is the basis for the acquisition of legal capacity.
- (2) In addition, there are specially regulated ties between the school association and the school
 - to the competent local school authorities if the school supervision is carried out by them;
 - vis-à-vis the Federal Foreign Office and the Federal Administrative Office - Central Office for Schools Abroad - because of the conditions of funding;
 - to the Conference of Ministers of Education and Cultural Affairs because of the curricula, the German examinations, the recognition of the school in terms of entitlements valid in the Federal Republic of Germany and the working conditions of the teachers.

§ 27

Amendment of the Articles of Association

- (1) An amendment to the statutes can only be decided by the general meeting of the School Association with a two-thirds majority of the valid votes cast.

(2) Any amendment to the Statutes shall require the approval of the Federal Foreign Office.

§ 28

Dissolution of the school association

(1) The School Association can only be dissolved with the consent of three quarters of all members with voting rights.

(2) The liquidation of the assets of the association is carried out by one or more person(s) instructed by the board.

(3) The existing assets are then to be handed over to the Federal Republic of Germany with the provision that they are to be kept available for a period of ten years for the new establishment of a German school in the same location. After the expiry of this period, the association's assets shall be used for the purposes of other German schools abroad, primarily in the same country, according to the findings of the Federal Foreign Office.

28 October 1991 with amendments of 20 January 2005, 3 February 2005, 20 November 2017 and 2 November 2020.

The German version is signed by Kristian Brabander, chairman of the board and Dr. Tim Elrick, secretary of the board.