

Articles of Association, German School Seoul Association

Note: This is not an official translation. In cases of doubt the original version in German shall apply.

§ 1 Name and Registered Office of the Association

- (1) The name of the association is: “Association German School Seoul”.
- (2) Its registered office is in Seoul, Korea.
- (3) The association shall have the legal form of “Unincorporated Association of Members”. It has legal capacity under Korean law.

§ 2 Purpose and Objectives of the Association and the School

- (1) The purpose of the association is the establishment and maintenance of a general education school including a kindergarten for German-speaking students and children, hereinafter referred to as the school.
- (2) The school aims to provide its students with an education that is geared towards German educational goals, using German curricula and usually leading to German qualifications.
- (3) Furthermore, the school has set itself the task of familiarizing students with Korean culture, as well as cultivating human and cultural connections and promoting mutual understanding through extracurricular activities.
- (4) Within the framework of this objective, the school / kindergarten is also open to students and children of non-German nationalities, provided that the capacity of the school / kindergarten allows this and the legal provisions of the country do not preclude it.
- (5) The structure of the school is based on the objectives and will be determined in detail in agreement with the Federal Foreign Office and with the participation of the German Embassy.

§ 3 Members

- (1) Any natural or legal person who has reached the age of 18 and agrees with the purpose of the association (§2) may become a member of the association. A written application for membership must be submitted for all membership categories.

Regular members are all parents or guardians whose children attend the school or kindergarten and pay the fees for their attendance.

Natural persons without children attending the school or kindergarten, as well as legal entities, pay an annual membership fee set by the Board of Directors in accordance with the current fee schedule. This fee may be waived by the Board of Directors in individual cases where voluntary work is performed for the association. Applicants must submit a written application for membership to the Board of Directors and commit to paying the annual membership fee.

(2) Natural or legal persons who have rendered outstanding service to the German School Seoul International may, upon application by the school association's Board of Directors, be appointed honorary members of the association by the General Meeting. They must accept the appointment in writing. They do not pay membership fees.

§ 4 Admission

(1) The association's Board of Directors decides on applications for membership by a two-thirds majority of the members.

(2) Fees must be paid upon entry to school or kindergarten in accordance with the current fee schedule.

§ 5 Termination of Membership

(1) Membership terminates upon death, resignation, or expulsion of members from the association, and upon cessation of membership fee payments. Membership also terminates when a child leaves the institution. Membership for the end of the school year ends on July 31. This also applies to members whose children leave the school earlier due to having passed their final exams.

Membership also terminates for individuals and legal entities if the annual fee set by the Board of Directors is not paid. The Board of Directors may revoke membership if the membership fee due at the beginning of the school year is not paid within two months of the start of the school year, following a prior written reminder. This does not release the member from the obligation to pay the outstanding fees or contributions.

(2) The resignation of natural and legal persons must be communicated to the Board of Directors in writing.

(3) Members whose children leave the school and who are elected members of the Board of Directors remain members of the school association and the Board of Directors until the next ordinary General Meeting. No membership fee is charged for this period.

§ 6 Exclusion

(1) Members may be expelled by a two-thirds majority vote of the Board of Directors if their conduct damage, e.g.

- the reputation or interests of the association
- the protection and well-being of children
- the cohesion of the school community.

The principal and, if applicable, other involved bodies must be consulted. The person concerned will be given the opportunity to comment before the decision is made. The decision, stating the reasons, will be communicated to the person concerned in writing.

(2) The member has the right to appeal this decision to the General Meeting. The General Meeting's decision is final. In this case, the General Meeting will be held behind closed doors.

§ 7 Dates of the General Meeting and Rules of Procedure

(1) The Annual General Meeting must take place within 2 months of the start of the school year.

(2) Further General Meetings shall be convened if so decided by the Board of Directors or if at least one-fifth of the members submit a written request to the chairman of the Board of Directors stating the reasons. The General Meeting shall then take place within three weeks.

(3) Further details shall be governed by rules of procedure for the General Meeting, which shall be adopted by the Board of Directors after consultation with the members and made known to the members in their currently valid version.

§ 8 Convening

(1) The General Meetings are convened and chaired by the chairman of the Board of Directors. The invitation must be sent in writing, stating the agenda and, if applicable, draft resolutions, and must be dispatched no later than 10 days before the meeting date.

(1a) Notwithstanding Section 11(2) and Section 9(1), all categories of members within the meaning of Section 3 shall be invited, whereby legal persons are entitled to send a representative. All categories of members are entitled to submit motions at members' meetings and have the right to speak.

(2) The German Embassy shall be invited to every General Meeting.

(3) The General Meeting should, in principle, take place in person. However, the Board of Directors may decide to hold the meeting virtually, stating important reasons.

§ 9 Quorum

(1) The General Meeting has a quorum if at least 20% of the ordinary members are present for the vote. Absent ordinary members may be represented by another ordinary member. No member may exercise more than 2 votes.

(2) If the meeting is not quorate, the chairman shall convene a new meeting, which must take place within 14 days. The reconvened members' meeting shall be quorate if at least 10% of the ordinary members are present.

§ 10 Tasks

The tasks of the General Meeting are:

- 1) Resolution on the minutes of the last General Meeting. (§12).
- 2) Receipt and discussion of the reports of the Board of Directors on the activities of the association's Board of Directors and the individual departments.
- 3) Receipt and discussion of the reports from the principal and the head of kindergarten.
- 4) Receipt and discussion of the report of the auditors on the accounting of the Board of Directors.
- 5) Approval of the budget plan and the annual financial statements.
- 6) Discharge of the association's Board of Directors.
- 7) Decision on the budget for the new financial year submitted by the Board of Directors.
- 8) Determination of the membership fee whenever changes exceed the authority delegated to the Board of Directors as approved by the General Meeting.
- 9) Decision-making regarding the acquisition or disposal of assets and the taking out of loans, insofar as the Board of Directors is not authorized to make such decisions.
- 10) Decision-making on motions from the Board of Directors, which were communicated to the members in full with the invitation to the General Meeting.
- 11) Decisions will be made on motions submitted by members in writing to the Board of Directors no later than five days before the General Meeting. Motions submitted later can only be considered or decided upon with the consent of a majority of the members present.
- 12) Decision-making regarding the objectives and structure of the school.

- 13) Decision on the appeal against the exclusion pursuant to § 6.
- 14) Election of the association's Board of Directors in the following order: chairman, treasurer, secretary and Board members.
- 15) Selection of auditors.
- 16) Appointment of honorary members.

§ 11 Voting and Voting Rights

- (1) Unless otherwise stipulated, resolutions of the General Meeting are passed by a simple majority vote of the ordinary members present. In the event of a tie, the chairperson's vote shall be decisive.
- (2) All full members have voting rights (§3).
- (3) Teachers and employees of the school have no voting rights in the election and discharge of the Board of Directors.
- (4) Further details are regulated by the rules of procedure for the General Meeting.

§ 12 Minutes

- (1) Minutes of the meeting shall be drawn up and signed by the chairman of the meeting and by the secretary.
- (2) The chairman of the Board of Directors shall arrange for copies of the minutes to be sent to all members within 30 days of the general meeting.

Any proposed amendments to the minutes must be documented by the chair and made the subject of the next general meeting.

The German Embassy will receive a copy.

§ 13 Members and Permanent Meeting Participants

- (1) The Board of Directors of the association consists of at least five and at most seven members. Only members of the German School Seoul association are eligible for election. Teachers, employees, the chairperson of the parents' representatives' assembly, their deputy, and their respective family members are not eligible for election.
- (2) If a family member of a Board member is employed at the school or becomes a member of any of the other bodies mentioned above, the Board member must leave the Board of Directors.

(3) The school principal, the administrative director and a representative of the German Embassy shall participate in the meetings in an advisory capacity.

§ 14 Other Meeting Participants

(1) By decision of the Board of Directors, additional participants may be invited to the meetings or to individual agenda items in an advisory capacity.

(2) A representative of the parents' assembly, a representative of the employee side of the Labour Management Council and a representative of the student body or, in their absence, their deputy shall participate in the Board of Directors' meetings in an advisory capacity, unless the Board of Directors excludes them from participation.

(3) The Board of Directors shall ensure that teachers, students and parents are afforded appropriate participation and involvement in school life in accordance with the applicable regulations.

§ 15 Term of Office and Succession

(1) The term of office for members of the Board of Directors of the association is two years. Re-election is possible. Re-election for the same board position is limited to two times.

(2) If a member of the Board of Directors resigns before the end of their term, the Board of Directors may fill the vacancy by co-opting a replacement. The newly elected person must be an eligible member of the school association. The co-optation requires confirmation by the next General Meeting, which must take place within two months.

(3) A maximum of one (1) elected person who has not yet been confirmed by the next General Meeting may serve on the Board at any one time.

(4) Upon termination of membership pursuant to § 5, the term of office of the Board member shall end.

§ 16 Offices and Rules of Procedure

(1) The Board of Directors shall consist of the chairman, the vice-chairman (who shall be appointed by the chairman from among the members of the Board of Directors), the treasurer, the secretary and up to four additional members, to whom areas of responsibility shall be assigned by the Board of Directors.

(2) The Board of Directors shall adopt rules of procedure, which shall be made known to the members in their currently valid version.

§ 17 Decision-Making

- (1) Decisions of the Board of Directors shall be made by a majority vote of the members. In the event of a tie, the chairman's vote shall be decisive.
- (2) The Board of Directors shall have a quorum if at least half of its members are present.

§ 18 Appointment of an Emergency Management by the German Embassy

- (1) In the event that (a) the position of chair of the Board of Directors (person registered with the Seoul Metropolitan Office of Education and/or the Korean Tax Administration as legal representative) becomes vacant (whether due to expiry of term, resignation before the end of the planned term, incapacity to work or otherwise) and there is no immediate replacement for the position, or (b) in the event that the Board of Directors becomes unable to make decisions due to the departure of members (whether due to expiry of term, resignation before the end of the planned term, incapacity to work or otherwise) and there is no immediate replacement for the vacant Board positions, the head of the German Embassy or the appointed representative may, at their discretion, appoint an emergency management to conduct the business of the Board of Directors until the Board's inability to make decisions or act is remedied.
- (2) After appointment, the emergency management shall immediately convene a general meeting so that the vacant positions of chairman and/or members of the Board of Directors can be filled by election.

§ 19 Convening of Meetings

The chairperson convenes meetings of the association's Board of Directors at least one week in advance. If two Board members, the head of the German embassy, or the principal submit a request, the chairperson must convene a meeting within one week.

§ 20 Tasks of the Board of Directors

- (1) The Board of Directors manages all affairs of the association, insofar as they are not reserved for the decision-making of the General Meeting. It implements the resolutions of the General Meeting and makes decisions affecting the scope and nature of German support, in consultation with the management of the German Embassy.
- (2) The association's Board of Directors decides on the amount of the membership fees, provided the changes do not exceed 15%. Fees can be tiered according to social criteria and the respective school level (kindergarten, primary school, secondary school, etc.).

(3) Specifically, the association's Board of Directors performs the following tasks:

1. Election, appointment and dismissal of the principal.
2. Appointment and dismissal of teachers and employees, local preliminary decision on the employment contracts of teachers placed by the Federal Office for Foreign Affairs, Central Agency for Schools Abroad, in Berlin and Bonn, with the participation of the principal in accordance with the regulations laid down in their service regulations.
3. Decision-making regarding the objectives and structure of the school, taking into account §2, paragraph 5.
4. The school regulations introduced by the principal will come into effect. These must be communicated to the members of the association.
5. Consultation and preparation of the budget for the new financial year, taking into account the conditions for granting German official funding.
6. Providing the necessary funds for the school and monitoring compliance with the budget. The Board of Directors decides on the taking out of loans with a term of less than one year, the amount of which, individually or together with other loans, does not exceed one-twelfth of the annual budget.
7. Legal representation of the association in and out of court, issuing and accepting legal declarations for the association, carrying out legal acts of any kind, insofar as these do not concern movable and immovable property created with funds of the Federal Republic of Germany.
8. Decision on applications for contribution reduction.
9. Decision-making regarding the admission and exclusion of association members.
10. Convening the General Meeting and drawing up the agenda.
11. Decision on disciplinary measures, insofar as the school rules provide for this.
12. Organizational matters are regulated by the Board of Directors of the association after consulting the parents' councils and in agreement with the principal, whose tasks and responsibilities in the pedagogical and administrative area are defined by the service regulations.

§ 21 Representative of the Board of Directors

(1) The Board of Directors may appoint a representative of the Board of Directors. The principal must be consulted as part of the selection process.

(2) This function represents the Board of Directors to the school in day-to-day business; further details are regulated in the job description. The rights and obligations of the principal pursuant to §23 remain unaffected.

§ 22 Signing documents

(1) Legally binding documents of the association are signed by the chairman or deputy chairman and one other member of the school association's Board of Directors. Insofar as matters are concerned that may affect the scope and nature of German support, the prior approval of the head of the German Embassy must be obtained.

(2) Insofar as documents affect the official area of the principal, they shall be given access to him/her.

§ 23 Rights and Duties of the Principal

The rights and duties of the principal, in particular the participation in personnel decisions of the association's Board of Directors, are defined by the employment contract, the service regulations, the school regulations and the conference regulations.

§ 24 Participation of Teachers, Students and Parents

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

§ 25 Audit

(1) The General Meeting shall elect two auditors who shall monitor the entire asset management, in particular the cash management, as well as compliance with the budget and shall examine the annual accounts upon completion.

(2) At least one auditor must be a member of an auditing firm registered in Korea and be able to submit the audit report in English or German.

(3) The auditors shall be elected for a term of two school years. Re-election is possible.

§ 26 Special Relationship between the Association and the School

(1) These Articles of Association regulate the tasks and internal responsibilities of the association. At the same time, they form the basis for obtaining legal capacity.

(2) In addition, the association has specially regulated obligations:

- to the Federal Foreign Office and the Federal Office for Foreign Affairs (Central Agency for Schools Abroad) - regarding the funding conditions.
- to the Standing Conference of the Ministers of Education and Cultural Affairs, regarding the curricula, the German examinations, the recognition of the school in terms of internal German qualifications and the working conditions of the teachers.

§ 27 Amendment of the Articles of Association

(1) Amendments to the Articles of Association may only be adopted by the General Meeting of the association by a majority of two-thirds of the valid votes cast.

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

§ 28 Dissolution of the Association

(1) The association may only be dissolved with the consent of three-quarters of all voting members.

(2) The liquidation of the association's assets is carried out by one or more persons appointed by the Board of Directors.

(3) The existing assets are then to be transferred to the Federal Republic of Germany with the stipulation that they be held for a period of ten years for the establishment of a new German school at the same location. After this period, the assets are to be used, at the discretion of the Federal Foreign Office, for the purposes of other German schools abroad, primarily within the same country.

Final Provisions

These Articles of Association were discussed in its amended version by the General Meeting of the German School Seoul association and were adopted on May 6, 2026. It replaces the Articles of Association that was valid until then.