

## Statutes

### Statutes of the University Application Service for International Students (uni-assist)

Statutes dated 4th November 2003 as amended by the resolutions of the General Assembly, dated 22nd March 2013, 14th November 2017, and 22nd March 2018.

### Preamble

The initiative was supported by the common goal of making the admission of international student applicants easier, more efficient, cheaper and, above all, more user-friendly. In the meantime, uni-assist has more than 180 members. As a central nationwide application platform for more than 10,000 degree programs, uni-assist has developed into a unique system-relevant competence centre for the preliminary examination of international study applications and into a driving force for common and externally transparent standards of application processes.

In its work, uni-assist is committed to the basic principles of a cosmopolitan science system. The membership in the association is open to all public universities or similar institutions, which are recognized under German law, and which are operating in Germany. In particular, member universities of the DAAD and the HRK are addressed with the purpose of the association.

### § 1 Name, Legal Domicile

1. The association has the official name „Arbeits- und Servicestelle für Internationale Studienbewerbungen (uni-assist) e.V.“ (University Application Service for International Students (uni-assist)).
2. The association has its legal domicile in Berlin.
3. The fiscal year is the calendar year.

### § 2 Function, Mission, Non-Profit Character

1. The purpose of the association is to provide universities and foreign students with support for applications to study programmes in Germany. The association is operating for this purpose a University Application Service for International Students (uni-assist) with its seat in the region of Berlin-Brandenburg. Further responsibilities may be added by a resolution of the General Assembly.
2. The core responsibility of the university application service centre is the administrative preparation and preliminary evaluation of students' applications for its members. This shall apply not only to students' applications with foreign qualification certifications but also to applications with German university degrees for master's programmes. The admission procedure for these applications at the member universities shall commence only after this preliminary evaluation has been completed. The preliminary evaluation procedure concludes with a certificate which informs the applicant whether he or she fulfils the formal criteria required for his/her application, and with transfer of this information to the relevant university/universities. The following tasks are carried out in the course of the preliminary evaluation: electronic registration, authentication, statistical evaluation and evaluation of the content of the data according to the university's own admission criteria for the relevant study programme, including additional demands of missing documents, if any.
3. The admission procedure carried out by the relevant universities consists of the qualitative selection and admission of applicants. Moreover, the advisory services for applicants and the university marketing tasks remain with the universities.
4. By joining the association, the member universities task the association with carrying out the functions named in subsection 2 under the conditions as resolved by the General Assembly

pursuant to these statutes. The association may also enter into cooperation agreements with universities which set out the details of collaboration with the university application service centre. The General Assembly may set forth binding general framework regulations for such cooperation agreements.

5. In order to prepare admission to the association, a university may request that applications for a specific admission deadline shall be handled by uni-assist; the Board shall decide upon the conclusion of a corresponding collaboration agreement.
6. The association is operating exclusively and directly under non-profit objectives as set forth in the chapter "tax-privileged purposes" of the fiscal code. The association is operating altruistically and does not primarily act in its own financial interest.
7. Funds held by the association may be used only for the purpose and objectives of the association's work as set out in the statutes. Members shall not receive grants from the funds of the association. No person may benefit from expenditures which do not relate to the purpose and work of the association or from unreasonably high compensations.

### **§ 3 Membership**

Members are admitted to the association on the basis of a written request for admission sent to the Board. Decisions on admission are made by the Board. The Board may reject an application for admission submitted by a university only for good cause.

### **§ 4 Termination of Membership**

1. The membership ends upon the member's termination, upon a dismissal or upon termination of the member's existence as a legal entity or as an association without status as a legal entity.
2. A termination requires a written notice to the Board. The notice of termination shall become effective only for the next winter semester and must be received by the Board before January 31st of the same year. The earliest date at which a termination is possible is the second year after joining the association for the following winter semester. Section 39(2) second half-sentence of the Civil Code shall be left unaffected.
3. If a member is culpable of grossly violating the interests of the association, it may be dismissed from the association following a decision by the General Assembly. Before dismissal, the member must be given an opportunity and adequate time to submit a written statement. A majority of three quarters of votes cast is required to decide on a dismissal. The reasoning for the dismissal must be submitted to the dismissed member in writing.

### **§ 5 Membership Fees, Financing of the Association**

1. The association is funded through fees levied from the applicants, cost-covering charges paid by universities, donations, subsidies and, if so resolved by the General Assembly, through membership and admission fees. The fees levied must be tied to the actual costs. Should a surplus remain after deduction of all expenses and necessary, earmarked reserve funds, they shall be allocated to further tasks related to international student applications according to resolutions passed by the General Assembly.
2. The amounts and due dates of admission and membership fees as well as handling fees are determined by the General Assembly.
3. Should the annual budget of the association exceed 250,000 euro, the Board shall appoint external auditors to audit the annual accounts. The external audit report shall be submitted to the members at the latest nine months after the end of the fiscal year.

### **§ 6 Bodies and Officers of the Association**

The association has a Board, a Managing Director as a special representative as defined by section 30 of the Civil Code, and a General Assembly.

### **§ 7 Board**

1. The Board is elected from the entirety of its members by the General Assembly for a term of three years; a re-election is possible. The Board remains in office after its term has run out

until the next election. The election may take place in writing if so requested by any member of the association.

2. The Board consists of a minimum of five and a maximum of six elected members and one representative appointed by the DAAD. The composition of the Board shall reflect the composition of the association's members base (types of universities, regional distribution etc.). The Board works on an honorary basis.
3. The "board authorised to represent the association" as defined by section 26 of the Civil Code consists of the chairperson and one deputy chairperson. The "board authorised to represent the association" shall be elected by the Board out of its own members. The chairperson shall have proven experience of higher education politics, and shall be a member of a university's management board.
4. The chairperson of the Board and his/her deputy are authorised to represent the association singly in and out of court. Any legal transactions with a financial volume exceeding 100,000 euro require joint representation.
5. A Managing Director is appointed by the Board to conduct the daily business as a special representative as defined by section 30 of the Civil Code.
6. The Board shall carry out all tasks which are not assigned to the General Assembly by law or by these statutes. The Board is in particular responsible for the following tasks, which it may on a revocable basis and only in parts assign to the Managing Director:
  - a. drawing up and executing the annual budget as well as any connected important financial questions;
  - b. hiring and releasing personnel;
  - c. preparing and convening the meetings of the General Assembly as well as drawing up the agenda;
  - d. carrying out the resolutions of the General Assembly;
  - e. basic policy issues regarding the management;
  - f. submitting reports and draft resolutions to the General Assembly and external partners.
7. The Board convenes at least three times a year of which at least two shall be a meeting in person. The Board shall furthermore convene if the chairperson calls the Board to a meeting or if one third of the Board members demand a meeting.
8. The Board has a quorum if at least half of its members are present or duly represented. A Board member can be represented only by another Board member; multiple representations are permitted. The power of attorney requires written form or text form as defined by section 126b of the Civil Code. Resolutions are passed with a simple majority of the valid votes cast. If votes are tied, the vote of the chairperson decides the vote; in his or her absence, the deputy chairperson decides the vote. Board resolutions may be passed using written procedure unless a Board member objects to the procedure. The procedure is to be led by the chairperson or his/her deputy.
9. A representative of the HRK shall join the Board meetings as permanent guest with a mere advisory role.
10. The Board may invite other guests, including on a permanent basis, to its meetings and appoint working groups for specific topics.

## **§ 8 General Assembly**

1. The General Assembly is responsible for the following tasks:
  - a. Election of the Board members;
  - b. Election of internal auditors;
  - c. Receipt of the annual report and accounting from the Board;
  - d. Approving the actions of the Board;
  - e. Approving the budget for the following fiscal year;
  - f. Amendments to these statutes;
  - g. Resolving on regulations on dues and fees as well as changes thereto;
  - h. Framework regulations for the university application service centre uni-assist;
  - i. Dealing with basic policy issues concerning the association's objectives, including any expansion of these objectives;

- j. Dissolution of the association.
2. The General Assembly convenes once per year. An extraordinary meeting of the General Assembly shall be convened if
  - a. the Board resolves to call a meeting for important reasons or
  - b. a quarter of the members demands a meeting from the Board in writing, by stating the relevant reasons.
3. The General Assembly is convened by the chairperson in writing, with a minimum two weeks notice with an announcement of the envisaged agenda. An email without qualified electronic signature shall suffice for such members who have made available their email address for this specific purpose. The General Assembly's meeting is chaired by the chairperson of the Board. Resolutions may be passed only on such subjects which were announced in the agenda which was provided with the invitation to the meeting.
4. The General Assembly has a quorum if a minimum of half of the members are present. Acting on behalf of a member as well as the transfer of voting rights to another member is possible if a written power of attorney is presented at the meeting. In the invitation letter to the meeting the Board may state that in case that the meeting has no quorum, the members are right away invited to a second meeting at the same day and with the same agenda, directly after the first meeting. This second meeting has a quorum if as a minimum one third of the members are present or represented by a third party, if this has been announced in the invitation letter.
5. The General Assembly passes resolutions with a simple majority of the valid votes cast. In order to change the statutes, a simple two-third majority of the present members is required. In order to dissolve the association, a two-third majority of all members' votes is required.
6. Resolutions may as well be passed without a meeting in person by circular vote in writing or by email, provided that at least half of the members take part in this kind of resolution procedure and if no member objects this procedure. For a resolution to be passed validly, the rules on the required majority as set out in subsection 5 shall apply. The result of the vote shall be notified to the members. Resolutions regarding amendments to the statutes, the appointment and approval of the actions of the Board, and the dissolution of the association may not be passed by circular vote in writing or by email.
7. Resolutions of the General Assembly are recorded in writing and the minutes shall be signed by the chairperson as well as the keeper of the minutes.

## **§ 9 University Application Service for International Students**

1. The association establishes a university application service centre, which is managed by the Managing Director of the association (section 7(5)). The Managing Director is bound by the decisions made by the associations' Board and General Assembly as well as instructions given by the chairperson of the Board in individual cases. Further details of his/her competences are governed by the employment contract, which is entered into upon the Board's approval by the chairperson of the Board.
2. The employees of the university application service centre are employed by the association and shall be compensated according to the standards applicable for universities.

## **§ 10 Dissolution of the Association**

1. In case of the dissolution of the association, unless the General Assembly resolves otherwise, the chairperson of the Board and the Managing Director are authorised as joint liquidators. This applies accordingly if the association loses its capacity as legal entity for any other reason.
2. In the case of dissolution or if the non-profit nature of the association is abandoned, its assets shall be assigned and transferred to the DAAD which shall make use of them for purposes in accordance with its own statutes.

This document is a translation provided for reference purposes. Solely the German original of the statutes is legally binding.

04 December 2018