

By-laws of the “Rencontre Réconciliation” association

Article 1 - Association title

An association governed by the law of July 1, 1901 and the decree of August 16, 1901 is founded between the members of the present articles of association, under the title “Rencontre Réconciliation”.

Article 2 - Purpose and duration

The purpose of this association is to help people in Europe who have inherited traumas linked to the Second World War. It is particularly interested in “Kriegsenkel” (little children of war), a concept which emerged in Germany at the turn of the 2000s. The association aims to raise awareness of this phenomenon in France and promote mutual understanding between European citizens. It encourages encounters between people who have suffered the scars of war, to foster reconciliation in a democratic spirit, and to strengthen links between different nations via civil society.

On a more general level, the association's purpose may include any industrial, commercial or financial operation, whether in the form of movable or immovable property, which may be directly or indirectly related to the corporate purpose, or which may facilitate its extension or development.

The duration of the association is unlimited.

Article 3 - Registered office

The registered office is located in Angers (Maine et Loire - France).

It may be transferred by simple decision of the Board of Directors. Ratification by the General Meeting will be required.

Article 4 - Members

The association is composed of :

- 1) honorary members. Honorary members are exempt from membership fees and are co-opted by the Board of Directors for services they have rendered or may render to the association.
- 2) Benefactor members. Benefactor members pay an annual support fee, the minimum amount of which is set by the Annual General Meeting.
- 3) Active members. To become an active member, an application must be submitted and approved by the Board, which decides on the applications

submitted. Active members undertake to abide by the principles set out in Article 2 of the present by-laws, and pay an annual subscription, the amount of which is set by the General Meeting.

Article 5 - Admission

Membership of the association is subject to approval by the Board of Directors, which decides on applications for admission.

Article 6 - Expulsion

Membership is lost by :

- 1) resignation
- 2) death
- 3) expulsion by the Board of Directors for non-payment of membership fees or for serious cause, the member concerned having been invited by registered letter to appear before the Board to provide explanations.

Article 7 - Member liability

No member of the association is personally liable for any commitments entered into by the association.

Article 8 - Resources

1. Membership fees: to meet its operating requirements, the association has at its disposal the membership fees of the various categories of members defined in article 4 of the present articles of association. Membership fees are set by the General Meeting.
2. Subsidies from the State, regions, départements and communes, and public establishments;
3. Manual donations;
4. The association may offer for sale, at events (conferences, etc.) or via a website or social networks, promotional items, books, videos, services (language courses, etc.).

Article 9 - Cooperation with other organizations

The present association may affiliate to a federation in compliance with the statutes and internal regulations of that federation.

It may also join other associations, unions or groups by decision of the Board of Directors.

Article 10 - Collection and processing of personal data

1. Purpose of processing

The association collects and processes personal data to manage membership, organize activities, communicate with members and manage donations.

2. Legal basis

Data processing is carried out on the basis of members' consent, the performance of contracts (membership), or to comply with legal obligations.

3. Members' rights

In accordance with the General Data Protection Regulation (GDPR), members have the right to access, rectify, erase, limit the processing of, object to, and port their personal data. These rights can be exercised by contacting the association's secretary.

4. Data retention

Personal data is kept for no longer than is necessary for the purposes for which it is processed.

5. Data security

The association undertakes to implement all appropriate technical and organizational measures to ensure the security of personal data and to protect them against unauthorized access.

6. Data protection delegate

If the association is required to process sensitive or large amounts of data, a data protection delegate will be appointed to ensure compliance with the RGPD. His or her contact details will be communicated to members.

Article 11 - Registers

It will be kept:

- A register of data processing activities, as required by the RGPD, updated regularly and accessible in the event of an inspection;
- a register of the deliberations of the General Meeting, the Board of Directors and the Executive Board ;
- a special register, a register initialed by its legal representative and in which all changes to the articles of association, officers, directors or registered office are recorded. This register must be produced at the request of any judicial or administrative authority;

- a register of members.

These registers may be in paper or electronic form.

Article 12 - Ordinary General Meeting

The association's General Meeting comprises all members of the association who are up to date with their membership fees and have been a member of the association for at least 3 months.

They may be represented by another member of the association who is also a member of the General Meeting. No member may hold more than 2 mandates.

It is convened by post or electronically, 15 days before the date set, by the President of the association.

To deliberate validly, the presence of half the members with voting rights is required. Decisions are taken by simple majority. If the quorum is not met, a second meeting will be held within the following month, and will be able to deliberate validly whatever the number of members present or represented.

The Chairman, assisted by members of the Executive Committee, chairs the Annual General Meeting. Voting takes place either in person or by videoconference or audioconference.

.Notice of the meeting is sent to members of the association by post or electronically, 15 days before the date set, by the Chairman. It must specify the agenda, which must include :

- 1) a report on the association's activities presented by the Chairman or Secretary;
- 2) a financial report presented by the treasurer;
- 3) if applicable, the renewal of the Board of Directors.

The agenda may also include other matters, but only those specified in the notice of meeting may be discussed.

The General Meeting may only validly deliberate on items specified on the agenda.

Article 13 - Board of Directors

Between General Meetings, the association is administered by a Board of Directors comprising 10 members elected for 3 years by the General Meeting. These members may be re-elected. As one-third of the Board is renewed each year, the outgoing members for the first 2 renewals are chosen by lot. In the event of vacancies, and if necessary, the Board temporarily replaces its members. They are replaced definitively at the next Annual General Meeting. The powers of the members thus elected end at the time when the term of office of the replaced members would normally expire.

Article 14 - Board meetings

The Board of Directors meets at least once every 3 months, convened by the Chairman or at the request of at least a quarter of its members. Meetings are convened either by post or electronically.

Meetings and votes take place either face-to-face, or remotely (by videoconference or audioconference, or by e-mail exchange).

In the event that the Chairman does not convene a Board meeting at the request of at least a quarter of its members, the meeting may be convened by the Secretary. Decisions are taken by majority vote; in the event of a tie, the Chairman has the casting vote. Any member of the Board who, without excuse, fails to attend 3 consecutive meetings may be deemed to have resigned.

Article 15 - Officers

The Board elects from among its members, by secret ballot, an Executive Committee comprising :

- a Chairman ;
- if necessary, one or more vice-chairmen;
- a secretary and, if necessary, an assistant secretary;
- a treasurer and, if necessary, an assistant treasurer.

The Board meets in person or remotely, whenever necessary, when convened by the Chairman or at the request of half of its members, by mail or electronically. It oversees the running of the association in accordance with the general guidelines defined by the Annual General Meeting, and in application of the decisions of the Board of Directors.

The Chairman represents the association in all civil acts.

The respective roles of Board members may be specified in the internal regulations provided for in article 16 of these articles of association.

All Board and Executive functions are performed free of charge. However, expenses may be reimbursed in accordance with the rules laid down by the Board of Directors and on production of supporting documents.

Article 16 - Decisions taken by the Executive Committee or Board of Directors by electronic means

Decisions of the Executive Committee or Board of Directors may be taken outside formal meetings, for example by e-mail or other electronic means.

If the articles of association require a majority of members to pass a resolution, you should check that this threshold is reached in e-mail responses.

Archiving exchanges: these exchanges are centralized in an electronic register where each e-mail is associated with a decision taken. The aim is to serve as proof in the event of litigation or administrative control.

Formalizing decisions - Minutes: decisions taken by e-mail must be formalized in minutes at the next meeting of the Executive Committee or Board of Directors. These include the decisions taken by e-mail, the participants and the results of any votes cast.

Limits to decisions taken by e-mail: For particularly important or strategic decisions, it is preferable to take them at formal meetings. This guarantees in-depth debate and full understanding of the issues by all members.

Article 17 - Rules of procedure

Rules of procedure may be drawn up by the Board of Directors and submitted to the General Meeting for approval. These will clarify the by-laws, particularly on points relating to the internal administration of the association. It may not include any provisions contrary to the Articles of Association.

Article 18 - Extraordinary General Meeting

In addition to Ordinary General Meetings, the Chairman, on his own initiative or at the request of half the Board of Directors or a quarter of the active members, may convene an Extraordinary General Meeting under the conditions set out in Article 12 of these Articles of Association.

If the Chairman fails to convene the Extraordinary General Meeting requested of him under the above conditions within 1 month, any member of the Executive Committee, or even of the Board of Directors, may substitute for him.

Only items on the agenda may be discussed.

Voting procedures and quorum rules are those specified in article 18.

Article 19 - Modification of the articles of association and dissolution of the association

Amendments to the articles of association and dissolution of the association must be submitted to an Extraordinary General Meeting convened specifically for this purpose as stated in article 17 above. Dissolution may only be pronounced if the General Meeting includes at least 2/3 of the association's members present or represented. The decision must be taken by a 2/3 majority of the votes cast. If the quorum is not reached, a second Extraordinary General Meeting is convened within 15 days: it can deliberate validly whatever the number of members present or represented.

The dissolution Extraordinary General Meeting decides on the distribution of the association's assets in accordance with the provisions of article 9 of the law of July 1, 1901 and the decree of August 16, 1901.

The assets may be transferred to a public or charitable organization, or even to a registered association whose purpose is similar or very close to that of the association being dissolved. The Annual General Meeting must appoint one or more liquidators to carry out the liquidation. In view of the non-profit nature of the association's purpose, the assets may not be shared between its members or officers, with the exception of any contributions previously made to the association by the latter.

Article 20 - Revision clause

The present bylaws may be revised to comply with legislative and regulatory developments, in particular with regard to the protection of personal data, by decision of the Board of Directors.