



## **Welcome to the 2026 Annual General Meeting!**

**Meeting Moderator:** Haley Scribner, Vice Chair

**Election Official:** Hollis Ball with student assistants, Oskar & Josie

Robert Lenk, Chair  
Haley Scribner, Vice Chair  
Carsten Casper, Treasurer

Carlotta de Vivanco, Member at large  
Carissa Tazo'o, Member at large  
Jamie Turner, Member at large

Sandra Doca, Auditor  
Will Wollbold, Auditor

# Determination of Proper Convening

As required by § 8 of the Constitution:

## ✓ **Proper Notice Period**

The invitation was sent 3 weeks in advance since the agenda includes changes to the constitution.

## ✓ **Universal Invitation**

The invitation was sent to all members in writing via email and displayed publicly at the school.

## ✓ **Agenda Inclusion**

The agenda was attached to the invitation; all items to be voted on were outlined on the agenda.

# 2026 Annual General Meeting Agenda

1. Welcome by the Board
2. Determination of proper convening and quorum
3. Approval of the agenda
4. Year in Review
5. Proposed amendments to the Constitution
6. Vote on the constitutional amendments
7. SAF Audit
  - a. SAF Q&A
8. Discharge of the Board
9. New Board Elections
10. Meeting Close

# Agenda Approval

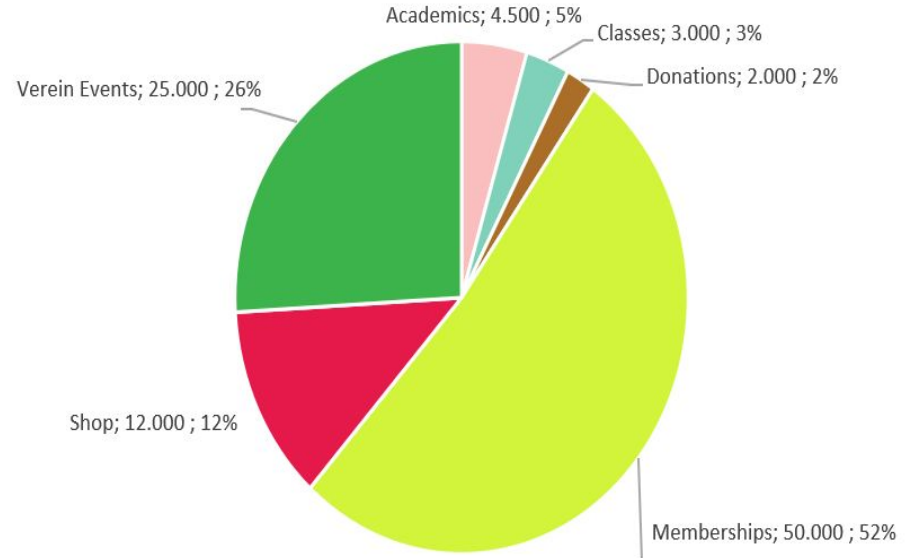
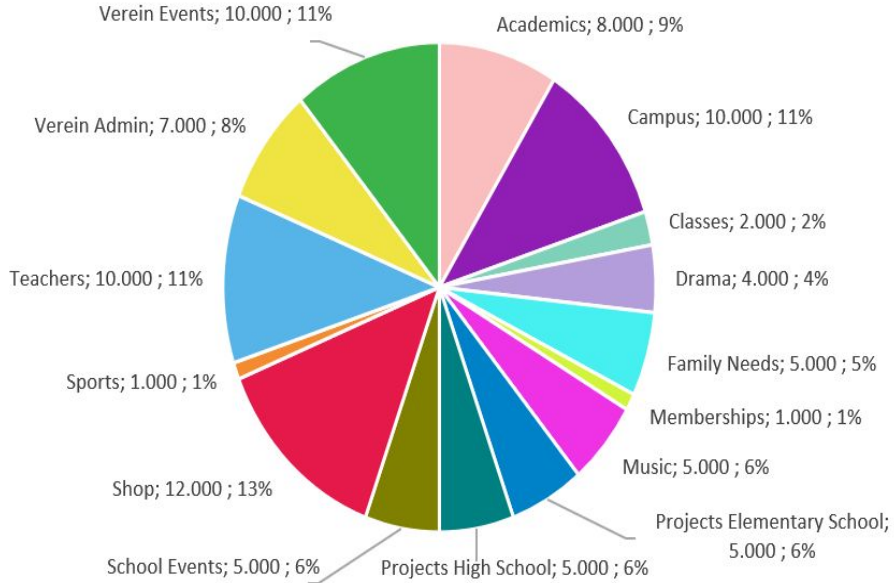
The proposed agenda for this meeting was sent to all members on February 25, 2026 along with the formal invitation. Are there any proposed changes or amendments to the agenda?

**All in favor of approving the proposed agenda?**

# 2025 Supported Projects & Events

- Community Bulletin Board
- Water Dispensers (*more coming in 2026*)
- Campus Improvement & Clean Up
- Graduation Festivities
- Texas Exchange Program
- Orientation Day Programming
- Varied Teacher Support
- ParentShip Guest Speakers
- Classroom Supplies
- Sound Equipment for 5-12th Grade
- Musicals
- Music Madness
- Einschulung Cafe
- Gardening Boxes
- Culture Fest
- Coffee Mornings
- Babysitting Pilot Program
- Veterans Day Event
- Courage Week
- Fun Day
- 8th Grade Ski Trip
- Flea Market
- The Potato Project
- Instrument Repair
- AP / Abi Exams
- Music Department Support
- The School Shop
- Abiball
- Professional Development for Teachers
- Books for the Library
- Proudly funded class trip participation for families to ensure no student was left behind.
- New microphones for the Drama Dept.

# Ausgaben/Expenditures - Einnahmen/Income



**Additional Information can be found on the Verein website!**

# **Presentation of the Proposed Amendments to the Constitution**

The Board is proposing three key updates to our Constitution (Satzung) to reflect modern practices and ensure organizational stability.

1. Strengthening the General Assembly - §10
2. Clarification on Circular Resolutions - §11
3. Adoption of a Budget Plan - §12

# Strengthening the General Assembly

## Current Version

“§10 The Board **may** convene an extraordinary General Assembly **if at least one** third of the members request it in writing stating the reasons, or if the interest of the Association requires it. The notice period for convening an extraordinary General Assembly — which must also include the agenda — is **three** days. In the case of amendments to the Constitution, the notice period specified in §8 remains unchanged.”

## Proposed Version

“§10 The Board **must** convene an extraordinary General Meeting **if at least 10% of the members or at least 50 members** request it in writing stating the reasons, or if the interests of the Association require it. The meeting must be convened with a notice period of **seven** days and must include the agenda. For amendments to the Constitution, the notice period specified in §8 applies.”

# Stärkung der Mitgliederversammlung

## Derzeitige Fassung

„§10 Der Vorstand **kann** eine außerordentliche Mitgliederversammlung einberufen, wenn **mindestens ein Drittel der Mitglieder** dies unter schriftlicher Angabe der Gründe verlangt oder wenn das Interesse des Vereins es erfordert.

Die Frist für die Einberufung einer außerordentlichen Mitgliederversammlung, die gleichfalls unter Bekanntgabe der Tagesordnung erfolgen muss, beträgt **drei Tage**.

Im Falle der Satzungsänderungen bleibt es bei der Frist des §8.“

## Vorgeschlagene Fassung

“§10 Der Vorstand **muss** eine außerordentliche Mitgliederversammlung **einberufen**, wenn dies von **mindestens 10 % der Mitglieder oder von mindestens 50 Mitgliedern** unter schriftlicher Angabe der Gründe verlangt wird oder wenn das Interesse des Vereins es erfordert.

Die Einberufung hat unter Bekanntgabe der Tagesordnung mit einer **Frist von sieben Tagen** zu erfolgen.

Für Satzungsänderungen gilt die Einladungsfrist des §8.“

# Strengthening the General Assembly: Rationale

“§10 The Board **must** convene an extraordinary General Meeting if **at least 10% of the members or at least 50 members** request it in writing stating the reasons, or if the interests of the Association require it. The meeting must be convened with a notice period of **seven days** and must include the agenda. For amendments to the Constitution, the notice period specified in §8 applies.”

- This amendment strengthens the role of the General Meeting. With more than 700 members, it is unrealistic that one third — i.e., over 200 members — would come together to call for an extraordinary General Meeting.
- A notice period of three days is also impractical.
- The amendment addresses both issues.

**We will now call for a vote on the constitutional change, Strengthening the General Assembly**

# Clarification on Circular Resolutions

## Current Version

“The Board adopts its resolutions by a simple majority of its members. Votes may be taken **by email**. A proposal is considered adopted once more than half of the members have approved it. Board members must be given at least **five** days to respond to an **email vote**.”

## Proposed Version

“The Board adopts its resolutions by a simple majority of its members. Votes may be taken **in text form**. A proposal is considered adopted once more than half of the members have approved it. Board members must be given at least **three** days to respond to a vote **in text form**.”

# Klarstellung bei Umlaufbeschlüssen

## Derzeitige Fassung

Noch zu „§11: Der Vorstand fasst seine Beschlüsse mit einfacher Stimmenmehrheit seiner Mitglieder. Er kann **per E-Mail** abstimmen. Dabei ist ein Vorschlag dann angenommen, wenn ihm mehr als die Hälfte seiner Mitglieder zugestimmt haben. Den Vorstandsmitgliedern muss für eine Abstimmung **per E-Mail** mindestens **fünf** Tage Zeit eingeräumt werden.“

## Vorgeschlagene Fassung

Noch zu „§11: Der Vorstand fasst seine Beschlüsse mit einfacher Stimmenmehrheit seiner Mitglieder. Er kann **in Textform** abstimmen. Dabei ist ein Vorschlag dann angenommen, wenn ihm mehr als die Hälfte seiner Mitglieder zugestimmt haben. Den Vorstandsmitgliedern muss für eine Abstimmung **in Textform** mindestens **drei** Tage Zeit eingeräumt werden.“

# Clarification on Circular Resolutions: Rationale

“The Board adopts its resolutions by a simple majority of its members. Votes may be taken **in text form**. A proposal is considered adopted once more than half of the members have approved it. Board members must be given at least **three** days to respond to a vote **in text form**.”

- The wording “in text form” is the term used in legislation for all digital communication, including email.
- This allows resolutions to also be adopted via a messaging service or within a member portal.
- A three-day deadline is closer to practical reality. This voting method is only used when a certain urgency exists anyway.

**We will now call for a vote on the constitutional change, Clarification on Circular Resolutions.**

# Adoption of a Budget Plan

## Current Version

„§12 The duties of the Board include the proper management of the Association’s affairs, the implementation of the resolutions of the General Meeting, the preparation of these General Meetings, and the granting of funds and subsidies within the scope of §2.

The Board shall adopt a **policy** which must be communicated to the General Meeting.”

## Proposed Version

„§12 The duties of the Board include the proper management of the Association’s affairs, the implementation of the resolutions of the General Meeting, the preparation of these General Meetings, and the granting of funds and subsidies within the scope of §2. **For this purpose, the Board prepares an annual budget plan containing the expected income and expenditures. It also determines financial reserves.**

The Board shall adopt **Rules of Procedure**, which must be communicated to the General Meeting.”

# Aufstellung eines Haushaltsplans

## Derzeitige Fassung

„§12 Zu den Aufgaben des Vorstandes gehört die ordnungsmäßige Führung der Geschäfte des Vereins und die Durchführung der Beschlüsse der Mitgliederversammlung, die Vorbereitung dieser Mitgliederversammlungen und die Gewährung von Mitteln und Beihilfen im Rahmen des §2.

Der Vorstand gibt sich eine **Richtlinie**, die der Mitgliederversammlung bekannt zu geben ist.“

## Vorgeschlagene Fassung

„§12 Zu den Aufgaben des Vorstandes gehört die ordnungsmäßige Führung der Geschäfte des Vereins und die Durchführung der Beschlüsse der Mitgliederversammlung, die Vorbereitung dieser Mitgliederversammlungen und die Gewährung von Mitteln und Beihilfen im Rahmen des §2. **Hierfür stellt der Vorstand jedes Jahr einen Haushaltsplan auf, der die voraussichtlichen Einnahmen und Ausgaben enthält. Ferner legt er finanzielle Rücklagen fest.**

Der Vorstand gibt sich eine **Geschäftsordnung**, die der Mitgliederversammlung bekannt zu geben ist.“

# Adoption of a Budget Plan: Rationale

„§12 The duties of the Board include the proper management of the Association’s affairs, the implementation of the resolutions of the General Meeting, the preparation of these General Meetings, and the granting of funds and subsidies within the scope of §2. **For this purpose, the Board prepares an annual budget plan containing the expected income and expenditures. It also determines financial reserves.**

The Board shall adopt **Rules of Procedure**, which must be communicated to the General Meeting.”

- In many past years, no budget planning has taken place. This addition is intended to remind the Board of this necessity.
- The term “Geschäftsordnung” is commonly used in associations; the word “Richtlinie” can cause confusion, as it is often translated as “bylaws,” which can also mean the Constitution.

**We will now call for a vote on the constitutional change, Adoption of a Budget Plan.**

# **SAF Report Financial Year 2025**

Verein der Eltern und Freunde der John-F.-Kennedy-Schule e.V.

**Auditors:** Sandra Doca and Will Wollbold

# Scope & Exclusions

- **Audited:** SAF account (IBAN DE43 1004 0000 0351 1177 05) and its sub-ledgers (activity sub-accounts) 31.12.2025 Balance ~€150,007
- **Reviewed** the current bank signing authority (UPO) and bank card registers;
- **Reviewed** all outflows in excess of EUR 1000 for proper documentation and authorisation.
- Reviewed multi-year sub activity **accumulated surpluses** balances for documentation of earmarking (Zweckbindung);
- Assessed the existence of a **custody agreement or trust documentation**;
- Inquired into the process of **requesting funding aid** from the Verein when funding already exists and
- Inquired into the AP exam financial-aid process.
- *Scope limitations: we did not perform a forensic investigation, reconstruct records, or issue a comprehensive legal opinion on tax or nonprofit classification.*

# Findings - SAF

- **Legal Structure of the SAF (Verwahrungsstruktur)** No written custody agreement (Verwahrungs- oder Treuhandvereinbarung), trust deed, or beneficial-owner registry was presented to us. Because the bank account is legally registered in the name of the Verein, the absence of such documentation creates ambiguity regarding the Association's liability and tax exposure.
- **SAF administration:** a small number of resilience and process matters have been identified (such as a single point of resilience with no back-up, books maintained on a single offline workstation, unreconciled bank entries) none indicative of loss or irregularity, and all addressed through the remediation resolution we are proposing;
- During the course of our transactions review we **identified a material transfer** from a sub-activity fund to a Klassenkonto (class account) on the authorisation of a single activity director.
- Activity sub-accounts hold **multi-year balances** (MUN, ISTA, AP) without Board earmarking, and AP exam aid is granted informally. Risk of scrutiny under § 55 AO (timely use of funds) and § 2b UStG (taxable activity if fees exceed cost recovery).
- Under § 27 BGB, the Board is obligated to exercise the due care of a prudent manager (Sorgfalt eines ordentlichen Geschäftsführers). This duty extends to all accounts legally held in the Verein's name, including **those operationally managed by third parties**. The matters identified above are areas in which the Board can further strengthen its discharge of this duty in respect of the SAF.

# Berichtigung der Entlastungsempfehlung

## (Amendment to Discharge Recommendation)

- **Original Recommendation Regarding Discharge (our report dated 12 March 2026):**

*“Our confirmation of orderly bookkeeping applies exclusively to the accounts and financial information presented to us and described in this report. Any resolution granting discharge to the Board should expressly be understood as relating solely to: the accounts included in the annual financial statements presented, and the financial information disclosed to the AGM. No opinion is expressed with respect to excluded accounts or balances not incorporated into the presented annual financial statements.”*

- **Revised Recommendation Regarding Discharge Recommendation Regarding Discharge:**

*We recommend full and unconditional discharge of the Board for FY 2025. Bookkeeping is proper and no material irregularities were found. The supplementary findings as described before concern governance formalisation around the SAF, not misappropriation or accounting error, and we recommend that they are to be addressed by a separate resolution to be voted on independently of discharge.*

# Proposed resolution for submission to the AGM

The Annual General Meeting, having received and noted the Supplementary Audit Report dated 13 May 2026, and having granted full and unconditional discharge to the Board for the financial year 2025, instructs the Board to undertake the following remediation work as soon as practicable, and to treat it as a priority of its ongoing administration:

1. Work through and remediate the supplementary findings set out in Sections 3 and 4 of the Supplementary Audit Report, and implement the recommendations set out in Section 6 thereof, as soon as practicable.
2. Adopt, in good time and without unnecessary delay, a written policy governing the Student Activity Fund, establishing ongoing oversight through a Committee on which the Board is represented, and addressing balance limits, the treatment of annual surpluses, the formal earmarking (Zweckbindung) of multi-year sub-account balances, and the assessment of funding requests against the requesting activity's existing financial position.
3. Obtain a written legal opinion or custody concept clarifying the Association's legal and tax position in respect of the Student Activity Fund monies held in its name, as soon as practicable.
4. Report to the membership on the progress of the above measures at the next Annual General Meeting, or sooner by written notice to members should the Board consider it appropriate.

No fixed deadline is imposed by this resolution. The matters above are to be progressed with reasonable diligence as part of the Board's ordinary stewardship. The recommendations and indicative sequencing set out in Section 6 of the Supplementary Audit Report are commended to the Board as guidance only and do not operate as conditions of the discharge granted above."

# **Any Further Questions?**

Vielen Dank für Ihre Aufmerksamkeit!

Thank you for your attention!

# **Vote to Discharge the Board**

Please find your ballot paper inside your registration envelope.

# New Board Elections

## 1. Individual Election of Officers:

- Chairperson
- Vice Chairperson
- Treasurer
- Deputy Treasurer
- Secretary
- Up to 7 Members-at-Large

## 2. Election of two Auditors

# Welcome New Board Members!

Thank you to our newly elected board members:

Haley Scribner - Chair

Robert Lenk - Vice Chair

Carsten Caspar - Treasurer

Jack Busta - Vice Treasurer

Carlotta de Vivanco

Nella Klopoteck von Glowczewski

Carissa Tazo'o

Jamie Turner

Rodrigo Valades

**\*The Secretary Role is currently vacant and tasks will be assigned within the Board.**

We would like to invite them, and anyone else interested in learning more about the JFKS Verein, to join us for an informal drink and conversation **immediately after the meeting!**

# Upcoming Events

## **Flea Market**

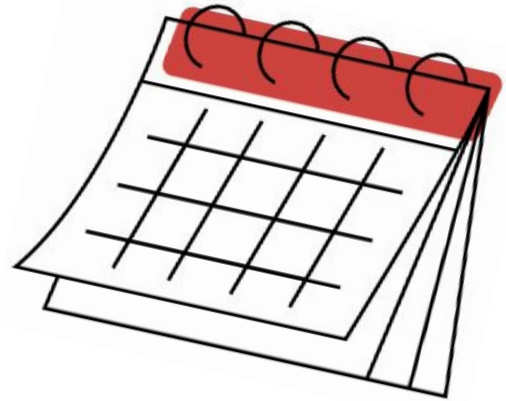
Saturday, June 13, 2026

&

## **Fun Run**

Friday, October 2, 2026

*Additional details & volunteer requests coming soon!*



# Thank You For Coming!

We value your engagement and warmly invite you to join our final Board meeting of the school year! To support our parents, **complimentary babysitting** will be provided.

We look forward to seeing you there!

- **Wednesday, June 10, 2026**

All meetings are held in the Quiet Room in the back of the library from 7-8:30pm.