



# CHANCEN eG General Meeting 2021

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## Virtual General Meeting

The General Meeting 2021 will be held virtually due to the COVID-19 pandemic. We will use the tool “Zoom”. Access to the General Meeting is password protected to ensure that only members with voting rights can take part in the General Meeting. Voting will be held anonymously via the survey tool of Zoom.

## Agenda

1	Welcome and Opening
2	Report of the Executive Board on the financial year 2020 and presentation of the Annual Financial Statement 2020
3	Report of the Supervisory Board on its activities
4	Report on the Legal Audit
5	Approval of the Annual Financial Statement 2020
6	Decision on loss coverage 2020
7	Discharge a) Members of the Executive Board b) Members of the Supervisory Board
8	Supervisory Board elections
9	Amendment of the Statutes a) Relocation of registered office b) Adding to the statutes the possibility of a virtual General Meeting
10	Resolutions
11	Miscellaneous



## Draft Resolutions

### Item 8. Supervisory Board elections

Members of the Supervisory Board are currently elected on a rolling basis with staggered terms in order to avoid a re-appointment of the entire committee at the end of the election period. Caspar-Fridolin Lorenz is standing for re-election already this year, although his mandate is not expiring until next year. Thus, his term of office is not running parallel to that of two other members of the Supervisory Board. The Supervisory Board is pleased that he wants to continue his commitment to CHANCEN eG and that he is available for another term of office and for the chair of the Supervisory Board. The Supervisory Board suggests the election of Caspar-Fridolin Lorenz to the General Assembly to uphold the continuity in the supervisory body.

Further official candidacy suggestions are to be handed in to the deputy chair of the Supervisory Board, Katharina Beck to [beck@chancen-eg.de](mailto:beck@chancen-eg.de), until the General Meeting at the latest.

### Presentation of the candidate for the Supervisory Board

#### Caspar-Fridolin Lorenz (\* 1983)

Supervisory Board member since 2016 and founding member

Present

- Systemic coach and consultant
- Chairman of the Supervisory Board of StudierendenGesellschaft Witten/Herdecke e.V.

Before et al.

- Managing director of a Radiology and Neuroradiology center
- Consultant BAZAN Managementberatung mbH

Education

- Humboldt-Universität zu Berlin - MA Cultural History and Theory
- Universität Witten/Herdecke - BA Philosophy, Cultural Reflection and Cultural Practice
- Universität Witten/Herdecke - BA Economics



Election of members of the Supervisory Board is anonymous.



## **Item 9. Amendment of the Statutes**

### **9.1 Relocation of CHANCEN eG's registered office**

#### Statement

CHANCEN eG was founded by more than 30 members from all over Germany and partly Europe. For historical reasons, its registered office was previously in Witten. Now, the team works partly in Berlin and partly all over Germany. Members are spread all over Germany and Europe. Since the beginning of 2021, no team member has been working in Witten/NRW, thus creating a vacancy and making a relocation of the registered office necessary.

The founding was personally and professionally supported by founding member André Le Prince, a tax consultant and auditor from Hamburg. Since then, he and the team of CHANCEN eG have lived a close, trusting and very constructive collaboration. The Executive Board therefore proposes to relocate the registered office of the cooperative from Witten to Hamburg.

#### Draft resolution

*The General Meeting decides on the relocation of the registered office of the cooperative from Witten to Berlin.*

*Hence, §1 2) will be changed accordingly:*

*“2) It has its registered office in Witten.” to “2) It has its registered office in Hamburg.”*

### **9.2 Adding to the statutes the possibility of a virtual General Meeting**

#### Statement

We want to add to our statutes the possibility of a virtual General Meeting in order to use this option in the future as well.

Our federation of cooperatives - federation of regions have prepared sample texts for the statutes which we will use. Changes specifically apply to three new paragraphs - §§37a - 37c - as well as many small changes and additions in existing paragraphs. The statutes with the changes highlighted can be found here.

#### Draft resolution

*The General Meeting decides on the changes of the statutes in §§ 23 1) d), 27 5), 28 3), 29 3), 34 1), 34 3), 34 4), 34 5), 36 2) as well as on the adding of § 36 5) and of §§ 37a, 37b and 37c in correspondence to the amendment of the statutes, that was sent with the invitation and that will be attached to the protocol.*



## Item 10. Resolution of Silent Partnership

### Statement

The Executive Board and the Supervisory Board propose the resolution of establishing silent partnerships or silent participations.

CHANCEN eG is continuously seeking to expand its capital in order to finance the studies or training of more students. For this purpose, CHANCEN eG already offers various investment opportunities: adding to the equity capital of the cooperative via cooperative shares, allocating of qualified subordinated loans through members to the cooperative, a bond emission or bearer bond and the raising of bank credits.

The Executive Board wants to offer another investment opportunity to members that will strengthen the financial equity capital. This investment opportunity is the so-called silent partnership (or silent participation). By means of the silent partnership, members can provide capital to the cooperative via a partnership agreement, which will be balanced as equity capital.

The silent partnership as the following characteristics:

- The capital will be provided to the cooperative for the financing of Income Share Agreements.
- The capital will be balanced as equity capital.
- The silent partner is involved in the losses of the cooperative: if there are losses and they are balanced out with equity capital, the value of the silent participation will be reduced in relation to the value of the silent partnership to the entire equity capital of the cooperative.
- The interest rate is carried out through a profit share: in case the cooperative is making any profit, the silent partner receives a share of the profit - however, only if all losses carried forward are balanced. The share of the profit is measured by the relation of the silent partnership's book value to the entire equity capital of the cooperative. The maximum profit share is limited to 10% of the silent partnership's book value.
- The silent partner has no voting right at the general assembly.
- His right to information on the situation of the cooperative is equal to that of members.

By this investment opportunity of a silent partnership, the Executive Board intends to convince financially sound members to further equity capital investments. Two financially sound members have already confirmed an investment via silent partnership amounting to € 750,000 in total.

### Draft resolution

*The General Meeting decides that the cooperative can establish silent partnerships or silent participations with members of the cooperative. The Executive Board can determine criteria for the establishment of silent partnerships."*