



Statutes of the Association

Institute for Biodiversity - Network e.V.

27.02.2015

§ 1 Name - Location - Accounting year

- (1) The organisation is called Institute for Biodiversity - Network, (**ibn**). It is registered in the register of associations. Following its registration, e.V. (registered association) will be added to its name.
- (2) The organisation is located in Regensburg, Germany.
- (3) The accounting year of the organisation is the calendar year.

§ 2 Purpose and Tasks

- (1) The objective of the Institute for Biodiversity - Network (**ibn**) e.V. (from here on called 'Institute') is the generation, application and distribution of scientific knowledge that helps to conserve or restore biological diversity or promote its sustainable and equitable use.
- (2) This objective will be achieved especially through the following activities:
 - a) proposing, coordinating and implementing scientific projects,
 - b) proposing, coordinating and implementing capacity building,
 - c) Clarification of questions arising from the implementation of national and international environmental law,
 - d) Development of proposals and expert opinions,
 - e) Formation of working groups for the investigation of technical questions,
 - f) tendering for and awarding research projects,
 - g) Distribution and exchange of information, scientific results and the results of the Institute's work.
- (3) The Institute works independently from any political party and co-operates with scientific institutions in Germany and abroad.

§ 3 Non-profit status

- (1) The Institute only pursues objectives which are in the common public interest and charitable purposes in the sense of the paragraph on 'tax exempt purposes' of the tax regulation.
- (2) The Institute is a not for profit organisation: it does not primarily pursue its own financial objectives.
- (3) The financial department has to be notified of each decision that changes these statutes before it is entered into to the register of associations to determine whether the non-profit status of the institute has been affected by the change.

§ 4 Financial resources

- (1) The financial resources of the Institute include member fees, funding from research funding institutions, payments for work covered by these statutes, donations and other contributions.
- (2) The financial resources of the Institute can only be used for objectives covered by the statutes.
- (3) No person may benefit from expenditures not covered by the objectives of the Institute or from extraordinary high payments.
- (4) All functions within the organisation are on honorary basis only, with the exception of the executive secretary as mentioned under paragraph 11 of these statutes. Members do not receive any shares of profits or any other financial benefits from the financial resources by virtue of being members. This also holds true in the case of ending membership (see paragraph 6) or dissolution of the Institute.

§ 5 Membership

- (1) Members of the institute are regular members, supporting members or honorary members.
- (2) Any natural person of at least 18 years of age can become a regular member under the following conditions:
 - a) Support for the request of membership from two regular members or honorary members,
 - b) Written agreement to follow the objectives of the institute.
- (3) Any natural or legal person or group of persons can become a supporting member under the following conditions:
 - a) Support for the request of membership from two regular members or honorary members,
 - b) Written agreement to follow the objectives of the Institute.
- (4) The board of the Institute decides on membership requests. Membership starts with the positive decision of the board. The candidate will be informed about the decision of the board, the commencement of the membership and the payment of membership fees, including for the current year.
- (5) In case of a negative decision of the board, a written complaint can be submitted within one month after receipt of the decision. The next general meeting of the Institute will decide on the complaint and the decision will be communicated in written form. There is no right to become a member.
- (6) Following proposals by the board, the general meeting can declare persons who have performed extraordinary to implement the purposes of the Institute to become honorary members. Honorary members do not have to pay membership fees.

§ 6 End of Membership



- (1) Membership ends in case of
 - a) death (natural person) or dissolution (legal person) of the member,
 - b) through resignation of the membership,
 - c) expulsion from the Institute.
- (2) The request to resign membership must be in written form. Resignation of membership can only be done at the end of a calendar year and the request must reach the Institute's office at least three months before the end of the calendar year.
- (3) A member can be expelled if the person has acted gravely against the interests of the Institute.

The general meeting decides upon the request to expel a member by the board with a majority of two thirds. The board has to present a copy of the request for expulsion including the reason for expulsion at least three weeks in advance of the meeting. In case the member to be expelled provides a written response to this, this has to be brought to the knowledge of the general meeting.

The board has to inform the member in written form on the decision to expel him or her and the expulsion enters into force on the date of receipt of the decision.

§ 7 Membership fees

- (1) Members have to pay membership fees. The general meeting of the members decides on the amount and frequency of such fees. It is possible to agree on reduced fees for certain groups of members. The fees are annual and have to be paid by the 10th of January of each year.

§ 8 Bodies of the association

- (1) The bodies of the Institute are:
 - a) the general meeting of the members,
 - b) the board,
 - c) the executive secretariat.
- (2) The individual bodies can regulate their work in detail through separate rules of procedure. These rules of procedure have to be presented to the general meeting of members.

§ 9 General meeting of members

- (1) The general meeting of members takes place at least once a year.
- (2) Each member has the right to participate in the meeting. Other persons or groups of persons who have a legitimate interest in the meeting may be allowed to participate, given a positive majority vote of the members present. This does not automatically include the right to speak but this can be allowed on a case by case basis by the chairperson of the meeting. A decision on participation can be done by acclamation unless at least one third of the members present insist on a confidential vote. Every member (§ 5 Nr. 1) present at the meeting has the right to vote on the presence of non-members at the meeting.

In all other cases, only regular members and honorary members have voting rights.



- (3) Extraordinary meetings can take place upon the decision of the board. The board has to convene an extraordinary meeting if at least one tenth of the regular members make a written request to the board including an agenda. An extraordinary meeting normally is not open to the public.
- (4) The general meeting of the members is responsible for all tasks if the tasks are not given to another body of the association. The meeting is the only body responsible for the following tasks:
- Approval of the budget for the next business year as proposed by the board,
 - Approval of the yearly report of the board, the report on the accounting provided by the auditors, approval of the activities of the board,
 - Deciding on the amount and frequency of the member fees,
 - Election and dismissal of board members,
 - Changes to the statutes,
 - Dissolution of the association,
 - Decisions on complaints against the refusal of a request to become a member,
 - Expulsion of members,
 - Giving honorary membership.
- (5) The chair of the board or a vice-chair invites to the meeting in written form, normally through the executive secretary. This invitation has to include an agenda and has to be issued at least three weeks before the meeting starting the day after the invitation is sent. The invitation is deemed to have been received by the member if it is directed to the address most recently given to the board by the member. The invitation can be done by fax or email addressed to the fax number or email address most recently provided by the member. Each member has the right to make a request in written form for additional topics to be added to the agenda up to one week before the meeting takes place. Requests made after this or during the meeting can only be taken up if the meeting decides to do so with a two third majority.
- (6) The meeting is chaired by the chair of the board. If this is not possible a vice-chair will chair the meeting. If this is also not possible, another board member will chair the meeting. If no board member is present, the general meeting will select a chair person. The meeting elects an election committee of three members in order to perform the election of the board. The chair of the meeting decides on a keeper of the meeting minutes. Board elections are done confidentially and in written form. For other elections, the chair of the meeting decides on the voting procedure unless one third of the members having a voting right insist on a certain voting procedure. Concerning changes to the objectives of the Institute or the dissolution of the association, the general meeting is only entitled to take decisions if at least half of the members with a right to vote are present. In all other cases, the meeting can take decisions irrespective of the number of members present. If the general meeting is not entitled to take decisions, the chair has to invite members to another meeting with the same agenda within four weeks. This meeting then is entitled to take decisions irrespective of the number of members present. This has to be noted in the invitation. Each member has one vote. Members cannot transfer their voting right to another person. Decisions are taken by simple majority of valid votes. Abstentions do not count. The majorities needed are as follows: 3/4 of the valid votes for a change of these statutes, 4/5 for changing of the objectives of the Institute and for the dissolution

of the association (§ 13). Abstentions do not count.

Members of the board are elected one by one, beginning with the chair, then the vice-chair and then the other board members.

The candidate who has more than half of the valid votes is elected. If this majority is not reached, there will be a second round between the two candidates who received the most votes.

§ 10 Board

- (1) The board is composed of:
 - a) the chair and a vice-chair. They form the board in the sense of § 26 BGB (Vertretungsvorstand) and each of them is authorised to represent the institute individually.
 - b) the treasurer,
 - c) two more members of the institute (assessors).
- (2) Board members are elected by the general meeting one by one and in a confidential vote. The term is two years. It is possible for board members to be re-elected.
- (3) The board stays in office until a new election. In the case that a board member has to leave office during the term, the board is entitled to select a replacement from the regular members of the association for the rest of the term.
- (4) The board conducts the activities of the Institute and the administration as far as such tasks are not given to another body by law or these statutes. Specifically, the board has the following tasks:
 - a) Implementation of the decisions of the general meeting,
 - b) Invitation to and preparation of the general meeting as well as chairing the meeting as explained in § 9 (6) of these statutes,
 - c) Preparation of a budget for each year, accounting, preparation of the yearly report,
 - d) Taking up new members and expulsion of members,
 - e) Setting up and ending of working contracts,
 - f) Decisions on the employment of an executive secretary.
- (5) The board is deemed to have a quorate if all board members have been invited to a board meeting and at least three members are present, including the chair or the vice-chair. Board meetings can also take place as telephone conferences. The board decides with simple majority of the valid votes. In the case of a tied vote, the motion shall be deemed to be rejected. Decisions of the board can be taken in written form if all board members support the proposal in written form.

§ 11 Executive secretary

- (1) The board nominates the executive secretary. The secretary can also be a board member. In this case, the two roles have to be clearly separated.
- (2) If an executive secretary is nominated he or she leads the business of the Institute and does the accounting.
- (3) The executive secretary prepares the decisions of the board and the general meeting and implements them. He or she employs or dismisses personnel in



accordance with the board. He or she sets up the draft versions of the budget and the yearly report.

- (4) In his or her role as the executive secretary, the statutes of the organisation are binding on him or her. He or she represents the Institute according to the statutes or any additional rules of procedure.
- (5) The executive secretary is accountable to the board.

§ 12 Cash auditing

- (1) The institute normally has two auditors who are elected by the general meeting for a term of two years. It is possible for the auditor to be re-elected. The auditors have to do the cash auditing in due time before the general meeting and have to report to the general meeting about their findings.
- (2) The auditors state their opinion on the approval of the board's activities.

§ 13 Dissolution of the association

- (1) Dissolution of the organisation can only be decided upon by a general meeting held for this purpose. In such a meeting, at least half of the members have to be present and the decision has to be taken by a majority of 4/5 of the members present. If the meeting is not entitled to take decisions, the chair has to invite members to another meeting with the same agenda. This meeting then is entitled to take decisions irrespective of the number of members present and can decide on the dissolution with a majority of 4/5.
- (2) In the case of the dissolution of the organisation or the end of the tax exemption the remaining financial resources, after all outstanding invoices have been paid, goes to the 'Bund Naturschutz in Bayern e.V.', which has to use these resources only for common public interest and for charitable purposes.