

Statutes

May 9 2014

§ 1: Name, Domicile, Business Year

1. The name of the association is “Bildungszentrum für erneuerbare Energien in Schleswig-Holstein e.V.” (Translation: Training Centre for Renewable Energy in Schleswig-Holstein, Registered Association).
2. The association is to be entered in the Register of Associations at the Local Court of Husum.
3. The association is domiciled in Husum.
4. The business year is the calendar year.
5. For reasons of comprehensibility the (German version of the) statute will use neutral gender case terms.

§ 2: Purpose, Tasks

1. In a constantly changing energy market businesses rely heavily on the qualification and motivation of their employees. Systematic personnel development is therefore of vital importance for the preservation and development of Northern Germany, and especially Schleswig-Holstein, as an energy base.
2. The association’s objective is to promote training, re-training and further education in the energy sector, with an emphasis on renewable energies.
3. The purpose of the statute of the association is realised by the promotion of and establishment of a training centre which develops, co-ordinates and carries out training activities. In order to achieve the purpose of the statute of the association, the association may commission third parties to this end.
4. The association is exclusively and directly involved in solely non-profit-making activities.
5. The association works altruistically. It is predominantly a non-profit organisation. The members do not receive any benefits from the association’s funds.

§ 3: Membership

1. Membership is open to every individual person or body corporate, and every private or public institution and every private company active in the field of renewable energy.
2. Written membership for application is to be submitted to the board. The board will decide upon the application for membership.
3. The association can levy an annual membership fee from its members. The sum and due date of the annual membership fees and costs will be decided on by the General Meeting.
4. The association's funds may only be used for purposes conform to the statute of the association.

§ 4: Members' Rights and Duties

1. All members are entitled to participate in the decision-making of the association by exercising their proposing and voting rights at the General Meeting.
2. Members are duty bound to support the association in the execution of its article-conform tasks and to pay the fees and costs properly determined by the responsible institutions on time.

§ 5: Termination of Membership and Exclusion of Membership

1. Membership ends by means of termination with six month's notice to the end of the year.
2. Termination must be made to the board in writing.
3. The obligation to pay fees and costs agreed prior to the legally effective termination of membership is not made void by the termination of membership.
4. Resigned or excluded members do not have any claim on the assets or any other rights of the association.
5. A member may be excluded if it damages the interests of the association. Decisions on exclusions will be made by the General Meeting at the board's proposal.
6. Membership of an individual person is terminated in the event of death. Membership of body corporate and private or public institutions as well as private companies is terminated in the event of insolvency proceedings concerning their assets and in the event of rejection of insolvency proceedings due to a lack of assets. Membership is also terminated in the event of liquidation.

§ 6: General Meeting

1. The orderly general meeting of members will take place once a year.
2. A general meeting is to be called if a fifth of the membership so demands.
3. All general meetings will be called by the chair of the association in the form of a circular, or if prevented from doing so by the deputy chair, and shall include due notification of the agenda and at least 2 weeks notice. The general meeting will also be chaired by the chair of the association, or if prevented, by the deputy chair.
4. The general meeting has a quorum regardless of the number of members present or represented. Resolutions are passed with a simple majority of the members present provided the statute does not stipulate otherwise. A voting majority is to be calculated solely on the basis of the Yay and Nay votes cast. Abstentions count as votes not cast.
5. A majority of three-quarters of the membership present is required for changes in the statute and for exclusion from the association. The three-quarters majority is to be calculated solely on the basis of the Yay and Nay votes cast. Abstentions count as votes not cast.
6. A transfer of voting rights is permitted as long as the voter to whom the voting rights are to be transferred to is a member of the association and the transfer of voting rights is completed in writing. Members represented by a transfer of voting count as present.
7. Minutes are to be kept of the resolutions of the general meeting and these are to be signed by the chair of the meeting and the keeper of the minutes.

§ 7: The Responsibilities of the General Meeting

1. The general meeting is responsible for all tasks which are not allocated to the board or any third party by the statute or by a resolution of the general meeting.
2. It is especially responsible for
 - a) Discharging the board
 - b) Election of the board
 - c) Fixing fees and costs
 - d) Exclusion of members.

§ 8: The Board

1. The board consists of three members. Only members of the association and their bodies can be elected to the board. The board elects a chair and deputy chair from among the board members.
2. Conform to § 26 BGB, the association is represented judicially and extra-judicially by two members of the board.
3. The members of the board are elected by the general meeting. The term of office is three years. However, the board remains in office until a new election has taken place. Each board member must be individually elected. With the termination of membership of a board member, or the membership of a body corporate or an institution or company whose body is a board member, the term of office of the board member also ends before the term of office ends. Those present at the general meeting can elect a successor to a board member whose membership has been terminated for the remainder of the term of office.

§ 9: Advisory Board

1. The board can appoint an advisory board. The advisory board can consist of maximum 15 people who must be active in the field of renewable energies.
2. The advisory board will be appointed for a term of three years. If a member of the advisory board resigns or leaves prematurely, the board can appoint a replacement member for the rest of the term of the member who has resigned or left.
3. The advisory board has the task of advising the board in all general and technical matters relating to training, re-training and further training.
4. The members of the advisory board can set themselves rules of procedure.

§ 10: Dissolution of the Association

1. The decision to dissolve the association can only be made in a general meeting with a majority of three-quarters of the members present. A voting majority is to be calculated solely on the basis of the Yay and Nay votes cast. Abstentions count as votes not cast.

2. In the event of the dissolution or abolition of the association, or in the event of a loss of tax advantages, the assets of the association shall fall to a legal entity in public law or another tax-advantaged body decided upon by a simple majority of votes of members present at the general meeting for use in selfless promotion of further professional training. A voting majority is to be calculated solely on the basis of the Yay and Nay votes cast. Abstentions count as votes not cast. The future resolution of the body concerning the use of these assets may only be executed after agreement by the tax office.