

# Statutes

(This translation from the German original is not an official document.)

- Version 2015 –

## **Name and legal office**

### **§ 1**

The name of the society is “Gesellschaft für Tropenökologie e.V. (Society for Tropical Ecology)” and the society has its legal office in Frankfurt/Main, Germany.

## **Purpose**

### **§ 2**

The purposes of the society are

1. To support scientific research in tropical ecology
2. To disseminate knowledge on tropical ecology
3. To contribute to the conservation of tropical organisms and habitats.

In particular, the purposes of the society are reached by organizing a conference (if possible to be held yearly), by publishing the scientific journal “Ecotropica”, and by producing a newsletter and sending it to the members.

## **Tax concession**

### **§ 3**

The society is a non-profit association and only pursues charitable objectives that are defined in the section “Steuerbegünstigte Zwecke” in the general tax code. The society is selfless and does not primarily pursue economic objectives.

The funds of the society can only be spent for the purposes defined in the statutes. Members are not entitled to any part of the asset of the society when leaving the society. No person may be favored by expenses that do not conform to the purposes of the society, or by disproportionate allowances.



## **Members**

### **§ 5**

Each individual person and legal person can become a member of the society if supporting the goals of the society. Membership is obtained by completing the application form and when the first membership due has been received. The application is to be addressed to the executive board for the attention of the treasurer. The executive board can decide to appoint full members but also other individuals who have contributed notably to the society, to honorary members of the society.

Members can withdraw from the society by means of a written declaration that needs to be addressed to the executive board for the attention of the treasurer, with a deadline of nine months towards the end of a financial/calendar year.

A member can be expelled from the society based on a decision of the executive board, if he/she counteracted the goals of the society, or did not comply with his/her membership obligations, e.g. if membership dues have not been paid for more than one year after payment date. The member can appeal to the general assembly against this decision. The general assembly decides irrevocably. The member is to be invited to and heard on this general assembly.

All membership claims end with the end of membership. Membership dues and donations are not reimbursed.

Honorary members have the same rights as members, but are exempt from paying membership dues.

Full members and honorary members as well as legal members have a single vote at the general assembly. The general assembly passes the rules for membership dues that administer the amount of the yearly membership dues. Members are obliged to pay the membership dues that have been fixed by the general assembly, until the 31st March of each financial year (= calendar year).

## **Organs of the society**

### **§ 5**

The organs of the society are:

- a) general assembly
- b) executive board
- c) advisory board

## **General assembly**

### **§ 6**

The uppermost organ is the general assembly. As a general rule the general assembly is chaired by the president.

The general assembly formulates the guidelines for the work of the society and decides on questions of fundamental importance. The duties of the general assembly include in particular

- a. Election and deselection of the executive board
- b. Election of the advisory board
- c. Election of auditors of annual accounts
- d. Debate on the status and planning of projects and the work of the society
- e. Resolution on the annual accounts
- f. Acceptance of the annual report of the executive board
- g. Resolution on the formal approval of the executive board
- h. Issuing of the rules for membership dues that are not part of the statutes
- i. Resolution on changes of the statutes and the dissolution of the society

The executive board, represented by the president, has to call the regular general assembly once per year. Members have to be invited in written form and by informing about the agenda items subject to a notice period of six weeks.

If more than 10 members or the advisory board submit motions, they have to be added to the agenda.

An extraordinary general assembly takes place if at least 10% of the members request it and specify the purpose and the reasons in written form. This extraordinary general assembly has to be held at most six weeks after the receipt of the motion.

The general assembly always has a quorum independent of the number of participating members.

A secretary has to be elected at the beginning of the general assembly.

The members of the council and of the advisory board are elected during the general assembly by means of a simple majority of votes. If a member makes a motion, all elections of persons besides that of the auditor of the annual accounts have to be conducted with ballot paper. Otherwise, the

elections can also occur by acclamation; voting en-bloc is also permitted, if the general assembly approves this procedure with a prior vote.

Changes of the statutes and the dissolution of the society can only be decided by the majority of 2/3 of the attending members.

The minutes have to be written down and have to contain the resolutions and, if necessary to understand their formation, also the course of the meeting. The minutes are signed by the chairman and the secretary.

### **Executive board and advisory board**

#### **§ 7**

Members of the executive board in the sense of § 26 BGB are: the president, two vice presidents, the secretary general and the treasurer. The executive board is responsible for the administration of the funds of the society and the implementation of the resolutions of the society.

The society is represented judicially and outside court jointly by two members of the executive board, respectively. The procuration for legal acts – without external effects – is given to the president, both vice presidents, the secretary general and the treasurer.

The advisory board is composed of up to 15 assessors. The members of the advisory board elect one speaker and a deputy speaker among themselves. The advisory board is consulted by the executive board in all important matters of the society. The executive board and advisory board are elected by the general assembly for the duration of 3 years. They stay in office until a new executive board and advisory board is elected; re-election is possible. In case of the withdrawal of a member of the executive board or advisory board, the remaining members are entitled to name a replacement until the next general assembly.

The members of the executive board and the advisory board are elected in the general assembly by simple majority (see § 6).

Nominations for the election of members of the executive board and advisory board have to be submitted to the speaker of the advisory board or to the secretary general not later than six weeks prior to the general assembly.

Members of the executive board or the advisory board need to be members of the society. If the membership in the society ends, so does the membership in the executive board or advisory board.

The executive board can entrust certain members of the society with certain tasks and can call them in for the meetings of the advisory board.

The executive board and advisory board meet at least once per year and meetings are chaired by the president. The executive board takes decisions in executive board meetings that have been called by the president or, in absence of the president, by the secretary general. The executive board has a quorum if at least three members are present. In case of a lack of a quorum, the president or the secretary general calls a second meeting within 30 days with the same agenda. This meeting has a

quorum independent of the number of executive board members present at the executive board meeting. The executive board takes decisions with simple majority. Executive board members can hand over their authority to vote to other members.

The treasurer administers the cash of the society and is responsible for the accounting of receipts and disbursements.

The executive board determines the editorial staff for the publications of the society.

## **Expenses and allowances**

### **§8**

The members of the executive board and the advisory board work gratuitously.

The general assembly can decide to allow individual or all members of the executive board or the advisory board a yearly compensation ("Ehrenamtszuschale" following §3 no. 26a EStG) of up to EUR 500.00 for fulfilling their obligations in the executive board or advisory board. Concerning this matter, paragraph 31a BGB is always taken into account.

Independently, reimbursement of moderate and real expenses that are incurred due to the obligations as executive board member or advisory board member is possible. For this, an application has to be submitted in an appropriate period of up to one calendar year after the date of expenditure. This includes particularly costs for mailing, telephone, office material, travel costs etc.

Members do not receive allowances in their function as members from the society.

If individual members, however, have expenses (travel costs etc.) for participating in certain events on behalf of the society, members can be reimbursed for these costs upon request and when the respective receipts are attached.

The executive board decides upon such reimbursements after dutiful assessment.

## **Dissolution of the society**

### **§ 9**

The dissolution of the society results from the respective resolution of the general assembly, at which  $\frac{3}{4}$  of the delivered votes need to be in favor of the dissolution.

In case of the dissolution of the society, its termination, or the abolition of its tax concession, the funds of the society fall to the Deutsche Forschungsgemeinschaft which will spend it immediately and entirely on charitable purposes.

## **Gender-neutral formulation**

**§ 10**

In order to facilitate the readability of the text, the text of the statutes waives gender-neutral formulations. However, both genders are always addressed in terms of equal treatment.