

Statutes

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§ 1

Name and legal office

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.

§ 2

Purpose

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), through workshops, by publishing the scientific journal “Ecotropica”, and by producing a newsletter and sending it to the members.

§ 3

Tax concession

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.

§ 4

Members

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 decides on the application for admission by resolution. There is no entitlement to admission to the society.

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 three months towards the end of a 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 within one month of receiving the notification of expulsion. 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).

§ 5

Organs of the society

The organs of the society are:

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

§ 6

General assembly

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 and deselection 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.

Requests for additions to the agenda must be submitted to the President at least two weeks before the general assembly. The president can complement the agenda. The agenda is to be complemented, if the request is submitted by 10 members or by the advisory board. 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.

§ 6a

Virtual general assembly

The executive committee can decide, with the consent of the advisory board, that a general assembly is to be held virtually in deviation from § 6. The virtual general assembly is also chaired by the president, who appoints a secretary.

In the virtual procedure neither the joint presence of the members at one place nor the simultaneous casting of votes is required. It proceeds as follows:

- (a) The meeting shall be convened by e-mail or letter from the President. The invitation shall be sent with a notice period of four weeks in principle by e-mail to the last e-mail address communicated by the member to the Executive Board or, at the request of the member who does not have his own Internet access, by a postal letter. For the proper invitation it is sufficient to send off the e-mail or letter.
- (b) The President shall announce the provisional agenda and shall give members the opportunity to request the inclusion of other items on the agenda within two weeks. The President shall decide on the inclusion of such requests at his own discretion. A motion is to be included in the agenda if it is requested by at least 10 members or by the advisory board.
Belated applications will not be considered. The President may make exceptions to this rule, if the delay is sufficiently excused or if other reasons, in particular procedural economy, justify the inclusion of the item. The President shall take a decision at his own discretion.
- (c) In the online procedure, the password that is only valid for the current meeting is announced in a separate e-mail shortly before the meeting, at most one week before. Sufficient for this is the proper sending of the e-mail to the last known e-mail address of the respective member. Members

who do not have an e-mail address will receive the password by mail to the last address communicated to the board. Sufficient is sending off the letter one week before the general assembly. All members are obliged not to make their legitimization data and the password accessible to any third party and to keep them under strict lock and key. In the meeting the vote is then carried out by announcing the vote in the chat or by e-mail.

- (d) Minutes are to be taken of the online meeting, which are to be signed by the president and the secretary.

§ 6b

Virtual procedure for the election of the executive board and advisory board

Notwithstanding § 6 and § 6a, the executive board may decide, with the consent of the advisory board, that elections to the executive board and advisory board shall be conducted virtually by online voting.

The procedure is as follows:

- a) Following a corresponding resolution of the executive board and the advisory board, the President, who also acts as the election committee in this procedure, shall announce through the channel provided for in § 6a lit. a that an online election is to take place and which positions it concerns. At the same time as this notification, the President shall set a deadline of at least four weeks for the submission of election proposals.
- b) Nominations may be submitted by any member in writing or by e-mail to the President. A member may nominate himself/herself for election. Nominations received after the deadline will not be considered.
- c) After the nominations have been submitted, the election is carried out by an online procedure, which ensures that all members have access to this procedure. At the same time, the members shall be given the opportunity to cast their vote by e-mail to the President. The President shall lay down the details in his communication on the voting procedure. Members shall be given at least four weeks in which to cast their votes.
- d) The result of the vote shall be established by the President and announced to the members. The notification shall also indicate whether the elected persons have accepted the election.

§ 7

Executive board and advisory board

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 members. 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 of the respective board 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.

§8

Expenses and allowances

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

By resolution of the general assembly, individual or all members of the executive board or advisory board may be granted compensation for the performance of their executive board or advisory board duties within the framework of the respectively valid tax law regulation on the so-called "Ehrenamtszuschale" (§ 3 No. 26a EStG, § 31a BGB).

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.

§ 9

Dissolution

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.

§ 10

Gender-neutral formulation

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