

Statutes

of the Friends and Former Employees of the Max Planck Institute for Innovation and Competition as

amended from June 18, 2016

§ 1

Name and registered office

- (1) The association bears the
name

Friends and former employees of the Max Planck Institute for Innovation and Competition.

- (2) It has its registered office in Munich and is entered in the register of associations.

§ 2

Purpose of the association

- (1) The purpose of the Association is to promote science and research in the fields of the Max Planck Institute for Innovation and Competition (hereinafter also referred to as the "Institute"). This purpose is realized in particular through the organization and support of scientific events and research projects open to the general public as well as the publication of scientific publications based on these events or the promotion of such publications and the support of publication series in the scientific fields of the Institute. In doing so, the expertise of current and former members of the Institute is to be utilized to a particular extent. The Institute is an institution of the Max-Planck-Gesellschaft zur Förderung der Wissenschaften e.V..
- (2) The association is selflessly active; it exclusively and directly pursues charitable purposes within the meaning of the section "Tax-privileged purposes" of the Tax Code and not primarily for its own economic purposes.
- (3) The funds of the Association may only be used for the purposes set out in the Articles of Association. The members do not receive any benefits from the association's funds.
- (4) No person may benefit from expenses that are alien to the purpose of the association or from disproportionately high remuneration.

§ 3

Fiscal Year

The fiscal year is the calendar year.

§ 4

Membership

(1) Former employees and scholarship holders of the Institute and other persons who have a corresponding scientific and personal relationship to the Institute and other persons who are or were active in the research fields of the Institute may become members of the Association. Legal entities as well as associations of persons of any kind can become members, if they include persons who are active in an executive function within the meaning of sentence 1. Membership is acquired upon written application by written acceptance by the Board of Directors.

(2) The membership expires

- a) in the case of natural persons by death or insolvency, in the case of legal persons or associations of persons by liquidation or insolvency;
- b) by written notice of resignation at the end of a calendar year, giving one month's notice.

(3) Ordinary membership shall be terminated by exclusion on the basis of a decision of the Board of Directors if a member has grossly damaged the reputation or interests of the Association through his or her conduct.

§ 5

Income

(1) The income of the association consists

- a) from donations and contributions from members;
- b) from grants and donations of any kind from individuals and institutions;
- c) from proceeds of the association's assets and other income.

(2) Membership fees shall not be levied. However, the general meeting is granted the right to decide on membership fees. The minimum amount of membership fees shall be decided by the general meeting. Insofar as membership dues are levied, they shall be paid by the members in due time. If a member is in arrears with the payment of the membership fee on two consecutive dates, the board can decide to exclude the member. The exclusion presupposes that the member concerned has been threatened in advance with exclusion, setting a reasonable deadline for payment of the outstanding membership fees in writing or in text form.

§ 6

Organs

The organs of the association

are

- a) the general meeting;
- b) the Board of Directors.

§7

Board of Directors

- (1) The Board of Directors consists of a minimum of four and a maximum of six members.
 - (2) The members of the Executive Board shall elect the Vice-Chairman, the Treasurer and the Secretary from among their number.
 - (3) The managing director of the institute is an ex officio assessor; if he is prevented from attending, he is represented by another director. Upon proposal of the Board of Directors, the General Assembly may elect up to two additional assessors.
 - (4) The Vice-Chairman shall have the same rights as the Chairman in all cases in which he acts as the Vice-Chairman.
 - (5) The members of the Board of Directors are elected for two years. The term of office ends with the date of a new election. Re-election is possible twice.
 - (6) Membership of the Board of Management shall end
 - a) by deselection,
 - b) by termination of ordinary membership,
 - c) by resignation from office.
- § Section 7 (5) sentence 2 shall remain unaffected.

§ 8

Tasks of the Board of Directors

- (1) The Board of Directors shall conduct the business of the Association in accordance with the Articles of Association and the resolutions of the General Meeting.
- (2) The Association shall be jointly represented in and out of court by the Chairman or Vice-Chairman and one other member of the Executive Board in accordance with Section 26 (2) of the German Civil Code (BGB).
- (3) The majority of the members of the Board of Management present at a meeting of the Board of Management shall decide on the adoption of resolutions. The Board of Management constitutes a quorum if at least three members of the Board of Management participate in the adoption of the resolution.
- (4) Resolutions may be passed in writing, by telephone or by e-mail if no member of the Executive Board objects to the procedure.

§ 9

Task of the ordinary general meeting

- (1) The ordinary general meeting is responsible for
 - a) the election of the members of the Board of Directors as well as the Chairman;
 - b) the receipt and approval of the annual report of the Board of Management, the audit report and the annual financial statements;
 - c) the ratification of the actions of the Board of Management;
 - d) the proposal for the election and the election of two auditors, who may not be members of the Executive Board;

e) The determination of the membership fees or the desired donations in accordance with

§ 5.

(2) As long as no new election of auditors has taken place, business will continue to be conducted by the existing auditors.

§ 10

Chairmanship of the General Meeting

The General Meeting shall be chaired by the Chairman of the Board of Management or, if he is unable to do so, by his deputy or, if he is unable to do so, by another member of the Board of Management.

§ 11

Voting in the general meeting

(1) Each member has one vote at the General Meeting. A member may be authorized in writing by another member to exercise the right to vote. A member may not represent more than three third-party votes.

(2) The general meeting has a quorum if 1/10 of the members are present. In the invitation to the general meeting, an invitation may be issued to a further general meeting to be held on the same day as the first general meeting in the event of an inability to reach a decision. This general meeting shall constitute a quorum irrespective of the number of members present.

(3) The general meeting decides, as far as nothing else is determined, with simple majority of the present members. Resolutions on amendments to the Articles of Association, on the deselection of a member of the Board of Directors, and on dissolution require a majority of 3/4 of the members present.

(4) In elections, the candidate who receives more than half of the votes cast shall be elected. If no one receives half of the votes cast, a run-off election shall be held between the two candidates who received the most votes. In the event of a tie, the decision shall be made by drawing lots.

§ 12

Convocation of the General Meeting

(1) The ordinary general meeting shall be held within 6 months of the end of each fiscal year.

(2) An extraordinary general meeting must be convened if at least 2/10 of the ordinary members request this in writing.

(3) The general meetings are convened by the chairman of the board or, if he is prevented from doing so, by his deputy. The members are to be invited to the general meetings in writing, by fax or by e-mail at least three weeks before the day of the meeting with the notification of the agenda.

§ 13

Dissolution of the association

(1) In the event of the dissolution or termination of the Association or in the event of the discontinuation of the previously intended purpose, the assets of the Association shall be transferred to the Max Planck Society for the Advancement of Science e.V., which shall use the assets received directly and exclusively for charitable purposes of the Institute.

(2) If the Max Planck Society for the Advancement of Science ceases to exist e.V., the assets of the Association shall, in the case of para. 1, pass to the City of Munich with the condition that they be used exclusively and directly for the promotion of science in the public interest.

§ 14

Authorization of the Board of Management

The Executive Board is authorized to amend any parts of the Articles of Association objected to by the court of registration accordingly.

§ 15

Protocol

Minutes shall be taken of the resolutions of each General Meeting by the Secretary. The minutes shall be signed by the chairman of the meeting and the secretary.

§ 16

Transitional provision

For members of the Board of Management who were in office in 2016 and are re-elected, Section 7 (5) shall apply from 2018.