

# **The articles of association of the Federal Association of Biogenic and Renewable Fuels (Bundesverband Biogene und Regenerative Kraft- und Treibstoffe e.V. - BBK)**

## **§1 Name, domicile, financial year**

- 1) The association has the name „BUNDESVERBAND BIOGENE KRAFT- UND TREIBSTOFFE E.V.“. The association is officially registered at the Registrar of Federal Associations and has permission to carry the letters e.V. at the end of its name.
- 2) The association is domiciled in Erkner, near Berlin.
- 3) The financial year corresponds to the calendar year.

## **§2 Duties and objectives of the association**

- 1) The association solely pursues non-profit or charitable goals, strictly according to the tax rebate regulations applicable to such associations as ours. The association is altruistic, it does not endeavour the generation of a profit. Resources available to the association are only permitted to be applied within the scope of the articles of the association. Members are not granted any benefits out of the resources available to the association. No person is permitted to benefit unduly through disbursements, which are inflated or outside of the scope of the association.
- 2) The purpose of the association is to further and assist the production and the wider introduction of biogenic- and renewable fuels to the market, especially via an improvement of the general, political and legal framework. In order to achieve this, the association will: develop implementation strategies for biogenic- and renewable fuels, commit to continuous political lobbying, organise and conduct informative presentations and educational bio fuel events, represent and support members, also on professional symposia and conferences and sensitize and make aware political and commercial decision makers. To achieve this goal, the association will establish provincial associations as regional links and seek the cooperation with other associations also operating in the area of renewable fuels.

## **§3 Membership**

- 1) All natural and juristic persons can become members, particularly other associations, which support the intent and objectives of our association.
- 2) Applications for membership are to be directed in writing to the board of the association. A board member will decide to admit. Upon admission, the new member will be bound by the articles of the association.
- 3) Membership ceases on written retirement, expulsion, termination of a juristic person or the death of a natural person.
- 4) Members are entitled to retire their membership in the association. Retirement of the membership is possible at the end of each calendar year only after giving notice 3 months in advance. The reasons for the retirement of membership must be explained in writing to the board. In order to adhere to the notice period, timely receipt of the notice to terminate membership must be received by a board member.
- 5) A member of the board of the association can expel a member only after a gross violation of the interests of the association has occurred and only after hearing the member. The member to be expelled can lodge an appeal to the board of the association. The appeal must be an announced item on the agenda of a board meeting. During the board meeting, the member is entitled to justify his appeal. The board of the association decides on the expulsion of the member with simple majority. Board members of the association, which are associated to the organisation, association, juristic person or are the member to be expelled, are not permitted to vote on the expulsion.

## **§4 Membership Fees**

- 1) The membership fees are determined at a membership meeting by the members.

## §5 Executive Organs of the Association

Executive organs of the association are:

- 1) An assembly of the members
- 2) The board of the association
- 3) The board of trustees.

## §6 Meeting of the Membership

- 1) One annual general meeting of the membership will take place.
- 2) Additional general meetings of the membership can be called, if at least one third of all members or two members of the board apply for a general meeting. The reason for the meeting called and the agenda have to be provided. The president invites to the general meetings and provides an agenda for the meeting. Between the announcement of a members meeting and the meeting itself must be a notice period of 21 days. Members who are absent can only be represented by other members or representatives with a written mandate.
- 3) Invitations to the general meetings are called for in writing by the president, furnishing the details of the agenda of the meeting. Between the day of the issue of a notice for a meeting and the meeting itself, there has to be a period of 21 days. Absent ordinary members can only be represented by other members or their proxies with the member's written permission.
- 4) The president or his proxy will chair the members' general meetings.
- 5) Minutes of all general meetings, including all resolutions passed, have to be kept. The minutes are to be signed by the president and the secretary and posted to all ordinary members.
- 6) The purpose of general meetings is:
  - To elect a president
  - To present the operational and financial reports of the president
  - The determination and announcement of the annual membership fee
  - Determination of the budget and of the task list for next year.
  - Approval of those planned activities outside of the authority of the board.
- 7) At every general meeting called according to the articles of association, a valid resolution can be passed. Resolutions can only be passed regarding items listed on the agenda of the meeting, which was previously posted to all ordinary members.
- 8) Resolutions regarding the amendment of the articles of the association require a  $\frac{3}{4}$  majority vote of the present ordinary members.
- 9) A resolution can be passed when a simple majority is reached at the general meeting by valid votes of ordinary members, unless a different action is prescribed. When electing the board, those members receiving more votes relative to other members are elected.

## §7 The Board

- 1) The board consists of the president and the vice president (board according to § 26 BGB).
- 2) The extended board consists of:
  - one secretary
  - one treasurer
  - and up to 5 additional board members, including the head of the board of trustees.
- 3) The board conducts the business of the association and reserves the right to appoint executive managers if required.
- 4) Legal- and non- legal representation is carried out by the president and the vice president.
- 5) Every board member is bound by the resolutions passed by the ordinary members and passed by the board at the general meetings.
- 6) When inviting to meetings of the board and the extended board, the president has to give notice of at least 2 weeks. A meeting of the extended board must be held if at least 3 members of the extended board request such. A quorum of the extended board is reached, if at least half of the members of the extended board are present.
- 7) Resolutions are passed when a simple majority is reached. Members of the board are able to cede their vote to another member of the board.

## **§8 The Advisory Board**

The association can establish an advisory board, which supports the board of the association.

## **§9 Board of Trustees**

The board of the association can establish and call in a board of trustees. The members of the board of trustees are employed on an honorary (not for gain) basis. The aim of the board of trustees is to further emphasize the goals of the association in the public arena. The board of trustees will vote in a chairman of the board of trustees, will further the interests of the association and consult to the board of the association. The chairman of the board of trustees is subsequently also a member of the board of the association and has one vote.

## **§10 Termination of the association / Liquidation**

- 1) The termination of the association can be decided on at a general meeting. Prior to that, at least half of the ordinary members of the association have to apply for the termination.
- 2) The application has to be made in writing and the reasons for such an application have to be provided to the executive board of the association. Then, the board of the association has to call in a general meeting of the members, adhering to the notice period of 4 weeks.
- 3) The resolution to terminate requires four fifths of the votes of all members present at such a general meeting.
- 4) At the general meeting, where the decision to terminate is to be taken, a decision should also be made as to which organisation or individual will liquidate the association. Without the decision as to who will liquidate, the board of the association will liquidate the association.
- 5) At the general meeting, where the decision to terminate the association is to be taken, it has to also be decided, how the funds of the association remaining after liquidation are to be applied and disbursed.
- 6) At termination or when the association is going to act outside the tax rebate regulations applicable to altruistic organisations, the funds available for distribution after liquidation are to be disbursed to a charitable organisation working in the area of environmental protection. At the general meeting, the organisation going to benefit from the funds must be specified by the members.

## **§11 Commencement of the Articles of the Association**

The articles of the association presented here shall come into effect in September 2005.

Transitional Period:

Should the Registrar of Associations or the Revenue Office object to particular clauses of the articles of the association, then the board of the association shall have the right to amend the articles of the association in such a way that it will remedy the objections and lead to registration of the articles of the association with the Registrar.

Berlin, 01.09.2005