

**FREUNDE
DES
HAMBURGER MAX-PLANCK-INSTITUTS**
FÜR AUSLÄNDISCHES UND INTERNATIONALES PRIVATRECHT E.V.

Charter

§ 1 Name, Domicile, Business Year

- (1) The Association carries the name „Freunde des Hamburger Max-Planck-Instituts für ausländisches und internationales Privatrecht e.V.“ („Friends of the Hamburg Max Planck Institute for Foreign and International Private Law“)
- (2) The Association is a registered association domiciled in Hamburg.
- (3) The business year is the calendar year.

§ 2 Aim, Common Public Interest

- (1) The Association exclusively and directly pursues aims in the public benefit in the meaning of the “Steuerbegünstigte Zwecke” (*Tax-privileged Endeavours*) paragraph of the tax code.
- (2) The aim of the Association is the moral and financial support of the Hamburg Max Planck Institute for Foreign and International Private Law, D – 20148 Hamburg, Mittelweg 187, the awarding of grants to international guest-scholars, and the procurement of resources for the Institute.
- (3) The charter’s goals are to be realised in particular through events and activities that facilitate the exchange of practical experience and scholarly insight, the provision of grants to international guest-scholars, the financial support of the library and other efforts in furtherance of the academic mission of the Institute.
- (4) The Association operates altruistically; it does not principally pursue economic aims in its own behalf.
- (5) Resources of the Association may only be used for the aims outlined in this charter. Association members do not receive any allotment from the resources of the Association.
- (6) No individual may receive paid assignments outside the aims of the Association or disproportionately high remuneration.

§ 3 Membership

- (1) Individual and corporate membership is open to anyone having a connection to the work of the Institute.
- (2) The Board of Directors is responsible for admission decisions.

(3) Membership ends

- a) upon death or corporate dissolution,
- b) at the conclusion of the calendar year if the Board of Directors are provided written notice of membership cancellation no later than six months before the end of the calendar year,
- c) upon determination of the Board of Directors that one of the following is applicable:
 - aa) a member has acted contrary to the charter or resolutions adopted at the General Meeting of the Members;
 - bb) a member has not paid dues for two consecutive years in spite of admonishment;
 - cc) the existence of other significant grounds.

4) On the unanimous recommendation of the Board of Directors, honorary membership may be extended to deserving individuals at the General Meeting of the Members.

§ 4 Membership Dues

(1) The Association imposes a yearly membership fee at a level set by the general assembly. In this regard, individuals still completing their academic training may have their yearly fees waived; furthermore, differentiations in individual and corporate membership fees will be established as appropriate. The Association encourages self-assessed contributions in excess of the minimum membership fee and welcomes supplemental donations. The executive committee may, after application to the Board of Directors, waive membership fees on an individual basis due to foreign currency disparities or foreign exchange restrictions. Honorary members are exempt from the obligation of paying membership dues.

(2) Membership fees are due by the 31st of January.

(3) The obligation to pay yearly membership dues can be waived upon a one-time payment at an amount established at the General Meeting of the Members.

§ 5 Member Rights

(1) Members may use the Institute library for academic purposes within the parameters of the library's rules of use.

(2) Upon express request, interested members may receive a copy of the Institute's Annual Activity Report at their own cost and/or a listing of the library's new acquisitions.

(3) Interested members are invited to attend Institute sponsored lectures, events and symposia.

§ 6 Association Bodies

The bodies of the Association are:

- a) the Board of Directors
- b) the General Meeting of the Members

§ 7 Board of Directors

- (1) The Association's Board of Directors comprises not less than two and not more than six members.
- (2) Board members are elected to a term of four years and remain in office until the election of a new Board of Directors. Re-election is permissible.
- (3) The Board of Directors sets the guidelines for the executive committee of the Association. The Board of Directors operates pursuant to a simple majority vote. In case of ties, the Chairperson of the Association casts the deciding vote. Proxy voting and determinations by written submission are permissible.

§ 8 Executive Committee

- (1) The Board of Directors elects from its own ranks a Chairperson and a Deputy Chairperson for the Board of Directors. One of these two individuals must be a director of the Max Planck Institute for Foreign and International Private Law.
- (2) The Chairperson and the Deputy Chairperson constitute the Board of Directors in the meaning of § 26 BGB (German Civil Code). Each represents the Association individually and may in a particular case or in general be exempted from the limitations of § 181 BGB by the Board of Directors (§ 7 above).

§ 9 General Meeting of the Members

- (1) The members of the Association convene:
 - a) for a General Meeting of the Members at least once every four years,
 - b) for an Extraordinary Meeting of the Members upon the resolution of the Board of Directors or upon written request of at least 7 members.
- (2) Notice of a General Meeting of the Members as well as provision of the agenda must be given in writing. Notification must be mailed no later than 30 days before the Meeting.
- (3) The General Meeting of the Members is competent to pass resolutions when at least 7 members are present. Every member has one vote; voting by proxy is permissible. Decisions of the General Meeting of the Members are decided by majority vote. In cases of a tie, the proposal being voted upon is rejected.
- (4) The decisions of the General Meeting of the Members shall be memorialized in written minutes which must be undersigned by the Chairperson.
- (5) The General Meeting of the Members is responsible for:

- a) electing members to the Board of Directors,
 - b) auditing measures and financial decisions
 - c) approving or rejecting proposals of general members or Board of Director members.
- (6) Extraordinary Meetings of the Members may only consider those issues noticed in the meeting announcement (Par. 2 above).
- (7) Pars. 3 and 4 also apply to changes or amendments to the Charter.
- (8) A dissolution of the Association may only be considered at a General Meeting of the Members called specifically for such purpose. Pars. 3 and 4 are not applicable in this regard.

§ 10 Dissolution

Upon dissolution or rescission of the Association or upon discontinuation of its present aims, any existing assets of the Association shall pass to the Max Planck Society for the purpose of supporting academic endeavours at the Max Planck Institute for Comparative and International Private Law in Hamburg.

Hamburg 12 March 1986/Amended 22 June 2002/Amended 23 June 2007