



Statute

21.11.2020

Statute of Compensators e.V.

§ 1 Name, registered office, registration and financial year of the organisation

The name of the organisation is "Compensators e.V.". The seat of the organisation is the city of Berlin. After its founding meeting, the organisation will be inscribed in the register of organisations at the registry court (district court Berlin Charlottenburg) with the addition "e.V.". Upon registration, the organisation is granted the legal status of a legal entity. The financial year is the calendar year.

§ 2 Purpose of the organisation

The organisation pursues exclusively and directly non-profit purposes within the meaning of the section " Steuerbegünstigte Zwecke " of the German Fiscal Code (§§ 51 ff.), in particular the promotion of environmental protection through activities in the field of national and international climate protection. The organisation is selflessly active; it does not primarily pursue its own economic purposes.

The purpose of the organisation is to disseminate knowledge of the environmental and climate hazards in the public and their ecological and economic effects, to inform consumers about the environmental and health-related effects of CO2 emissions and to promote the application of insights into ecological and economic interrelationships as a basis for an evaluation of further climate development.

If organisation funds are used for research, the research results must be published promptly. The purpose of the statute is realised in particular by the organisation withdrawing CO2 emission certificates from the market (of the European Emissions Trading System), disseminating knowledge about problems of life, the environment and in particular climatic hazards through its own publications, lectures, guided tours, courses and exhibitions, ensuring the promotion of understanding for necessary protective measures in all sections of the population, in youth and adult education and in particular among the responsible personalities in politics, administration and business, striving for more climate-related research in the responsible ministries and other bodies, advocating the ideas of environmental and climate protection with all journalistic means; establishing contact with institutions, organisations and personalities that pursue similar objectives and establish close cooperation, including at international level; maintaining constant contact with all organisations and bodies whose measures or plans could lead to disadvantages or damage to life and the natural environment; taking a firm stand against plans or measures that are hostile to life or the environment in the case of responsible bodies or in public; ensuring that its objectives are adapted to current developments by means of action guidelines to be defined and concrete work programmes.

The deductibility of donations made to the organisation is governed by the respective tax regulations. Since the organisation does not carry out any economic activity, it is considered an ideal organisation within the meaning of the German Civil Code.

§ 3 Application of funds

The funds of the organisation may only be used for the purposes set out in the statute. The members do not receive any allowances from the funds of the organisation. Exceptions apply to mutual contracts (employment, service, work,

consultancy and loan contracts) approved unanimously by the board of directors, provided that the remuneration is appropriate. No person may be favoured by expenses that are alien to the purpose of the corporation or by disproportionately high remuneration.

§ 4 Membership

The organisation has: voting members, supporting members, honorary members.

Voting members are the founders of the organisation as well as other natural persons whom the board of directors unanimously appoints as voting members. Any natural and legal person who recognises the statute of the organisation and is committed to the objectives of the organisation may become a supporting member. Honorary membership is open to anyone who has made an outstanding contribution to the organisation and to whom the general assembly of members applies for honorary membership. Honorary members have the same rights as other members.

Membership of the organisation is to be applied for by means of an application for admission. The application for admission is accepted if the board does not reject it in writing within six weeks. An application for the right to vote can be submitted to the board in text form at any time.

Members of the organisation are obliged to inform the board of directors of any changes of address (address, e-mail) in text form.

§ 5 Membership fees

Membership is subject to the payment of a monthly or annual fee. The amount is determined by the rules of the organisation. The following are permissible: regulations on varying membership fees, individual exemption from the decision on the amount of the fees, the setting of minimum fees and the additional levying of an admission fee for legal entities. In individual cases, the board may, upon application, set a lower membership fee for natural persons and legal entities and reduce or waive the admission fee. Honorary members are exempt from the obligation to pay membership fees.

Members who are in arrears with the payment of their membership fees beyond the end of the financial year shall be reminded of their obligation to pay. Failure to pay the membership fees within one month of the reminder of the payment obligation shall constitute grounds for exclusion from the organisation by unanimous decision of the board of directors. Inability to pay due to an emergency situation leads to the deferment of the membership fees, exceptionally also to a remission. The decision is made by the board with a simple majority.

Members who are more than 24 months in arrears with the payment of membership fees can be deleted from the membership list which is the end of membership rights.

§ 6 End of Membership

Membership expires through resignation, death, deletion from the membership list or exclusion.

Withdrawal is possible at the end of each month and must be declared to the board in text form by the 20th of the month at the latest.

Exclusion is possible in cases of conduct damaging to the organisation or gross violation of the organisation's objectives. The decision is made by the general assembly at the request of the board of directors with a majority of two thirds of the votes cast. The member concerned must first be given the reasons for the application for exclusion in text form by the board of directors and be given the opportunity to make a statement. In such cases, the board of directors may decide to suspend membership until the next general assembly.

Furthermore, exclusion under the conditions of § 4 is possible by sole decision of the board. Exclusions shall be effective immediately and shall be notified to the person concerned in text form at the address last notified to the organisation by him/her. Deletions of members from the list of members do not require notification by the board.

§ 7 Rules of the organisation

The organisation shall draw up rules to regulate its internal procedures. The rules of the organisation are not part of the statute. The general assembly decides on enactments and amendments with a simple majority of the votes cast.

§ 8 Data protection regulations

The organisation issues a data protection regulation, in which the further details of data collection and data use as well as technical and organisational measures to protect the data are listed. The data protection regulation is adopted by the general assembly on the basis of a proposal by the board of directors with a simple majority of the votes cast.

§ 9 Organs of the organisation

The organs of the organisation are the general assembly and the board of directors.

§ 10 The ordinary general assembly

The executive committee calls an ordinary general assembly once a year. The invitation shall be made in text form by notification of the members of the Association, including the agenda, which must be sent at least three weeks before the date of the assembly. Voting members can request an addition to the agenda in text form from the executive committee at least one week before the general assembly. The executive committee decides on the request. The General Meeting decides on applications for the agenda that are not accepted by the board of directors with a majority of the votes of the members present.

The general assembly is responsible for the following association matters, among others: the receipt of the board reports; the receipt of the financial reports; the discharge of the board; the election and dismissal of the board; the election of the cash auditors, the amendment of the statute and regulations; the resolution on dissolution or merger of the association, the resolution on exclusions from the association.

Resolutions of the general assembly shall be passed by a majority of the votes cast, unless these statute provide otherwise. The transfer of voting rights is permitted.

Amendments to the statute require a three-quarters majority, as does a resolution to dissolve the association. The mode of voting (open or secret ballot) is decided by the majority of the members present.

Participation in the general assembly may also take place by means of electronic communication, e.g. by video conference, if technically possible. A secret ballot may then not be possible.

Minutes in text form are to be drawn up for each general assembly. The minutes must be signed by the minute-taker and at least one member of the board of directors. The minutes must be kept and are available for inspection by every member of the organisation.

§ 11 The board of directors

The board in the sense of § 26 BGB represents the organisation in and out of court. It is represented by one member of the board alone.

At the same time, the board of directors manages the organisation in accordance with the statute and the resolutions of the general assembly.

The composition and working procedures of the board of directors are regulated by the rules of the organisation, whereby the board of directors must consist of at least two persons. Regulations on the dispensability of meetings to pass resolutions are permissible, as well as on the dispensability of the notification of the subjects of resolutions in the event of an appeal of possible meetings. The term of office can also be regulated by the rules of the organisation; furthermore, provisions on acting board members until the election of new members are permissible.

The board is elected by the general assembly with a simple majority. The board can be dismissed by resolution of the general assembly with a two-thirds majority of the votes cast.

§ 12 Cash audit

Auditors are responsible for auditing the finances, especially the bookkeeping of the association by the board, and for checking the completeness of all accounting vouchers and bank account statements.

The general meeting can elect one or more cash auditors and substitute cash auditors. Cash auditors and substitute cash auditors must not be part of the executive committee, their term of office is one year and re-elections are permitted without limitation. After expiration of the term of office, cash auditors remain in office provisionally until new elections are held. Replacement cash auditors take over the office of the cash auditors if the latter leave the association during their term of office or cannot fill their office for other reasons.

Auditors have the right to check the accounts of the association at any time. They have the duty to audit the Association's accounts at the end of the year and to present the results of their audits to the board and the General Meeting and to report in text form.

§ 13 Special representative

The office of a special representative within the meaning of § 30 BGB (German Civil Code) may be created by the rules of the organisation, specifying her scope of duties and the extent of her power of representation. Regulations for election by the general assembly and for appointment by the board of directors are permissible.

§ 14 Advisory board of the organisation

The board may propose to the general assembly that an advisory board be created to advise and support it. The advisory board has no power of representation.

§ 15 Dissolution and loss of purpose

If, in accordance with the provisions of these statute, it is decided to dissolve the organisation, the board shall be deemed liquidator. The provisions of §§ 47 ff. BGB apply.

In the event of the dissolution of the organisation or if its non-profit purpose ceases to exist, the assets of the organisation shall pass to Greenpeace e.V., which shall use the assets directly and exclusively for tax-privileged purposes.

§ 16 Final provisions

This statute come into force when the organisation is entered in the register of organisations at the Berlin Charlottenburg district court.