

International Society for Miscanthus and Perennial Energy Grasses (MEG) e.V.

§ 1

Name, City, Financial Year

- (1) The society will be registered in Germany under “Internationaler Verein für Miscanthus und mehrjährige Energiegräser (MEG) e.V.” The formal designation “e.V.” will be effective after registration in the society directory.
- (2) The society is located in Bonn, Germany.
- (3) The financial year is the calendar year.

§2

- (1) The society is engaged only and directly for the common good as defined in the framework of the German tax code under “tax-exempted or –preferred activities”.
- (2) Objective of the society is the coordination and representation of the activities of interested associations, initiatives, small and large companies, corporations and individuals concerning the advancement of the “miscanthus” reed and other perennial energy crops on an international and EU level.
- (3) The society is active in the presentation and dissemination of facts to a broader public with respect to the numerous applications of miscanthus and perennial crops :
 - Representation of the interests of its members regarding miscanthus and other perennial energy crops with political and administrative bodies internationally , in the EU, with the German federal and with state and local governments and establishment of contacts and connections in the interest of its members
 - Coordination and support of regional initiatives and projects
 - Preparation, collection and distribution of factual data, legal information, rules, norms concerning perennial energy crops, with emphasis on miscanthus.
 - Promotion of public relations and consumer information work, factual and background information, with emphasis on miscanthus, in politics and with the media, in events, exhibitions and fairs.
 - further objectives and activities of the society are scientific research and publications in the area of material and energetic uses of perennial energy crops, specifically miscanthus. The society is performing its own research projects, is collecting funding for research projects, is publishing research papers and is participating in scientific meetings for discussion of results.

§3

Selflessness

The society is a non profit organization and does not pursue economic goals for its own sake.

§4

Use of Funds

(1) Funds of the society must be used exclusively for the purposes under these rules. Individual members do not receive financial contributions from funds owned by the society. Members are not entitled to any assets or funds owned by the society neither after termination of their membership nor after liquidation of the society..

(2) Nobody is entitled for funding by the society in case of costs unrelated to the purpose of the society or for dis-appropriate fees. The active participation in a body of the society is honorary.

§5

Application for Membership

- (1) Any competent individual or legal entity or organization under commercial law may apply for membership in the society.
- (2) Written applications must be addressed to the board of the society. The application form should include name, age, profession and address of an applicant. The board must decide on any application.
- (3) If rejected due to reasons given by the board the decision may be appealed against in writing within one month after receipt of the notification letter.

§6

Termination of Membership

- (1) Membership is ending
 - (a) after death of an individual member
 - (b) with the start of formal insolvency procedures or after liquidation of a corporate or legal entity
 - (c) by voluntary termination
 - (d) by elimination from the list of members
 - (e) by exclusion from membership
- (2) Voluntary termination is enacted by a written notice to a board member. Termination is effective after the end of a financial year and must be notified at least three months in advance.

- (3) A member may be eliminated from the list of members after a decision by the board, if due payments have not been received after sending two invoices. The exclusion from the list of members may be decided three months after sending the second invoice in case the outstanding fees have not been paid in between. The elimination from the list of members must be notified in writing.
- (4) A member may be excluded from membership for important reasons after being heard before the board. An important reason in the first instance is a grave offence against the interests of the society. The board decision and its grounds have to be communicated to the member in writing. If the member is dissenting within one month time after receipt of the decision, the next ordinary general assembly will make a final decision.

§ 7

Membership Fees

- (1) Members are paying an annual fee. The individual minimum fee and the date of due payment are determined by the general assembly.
- (2) Members may be paying higher fees voluntarily.

§ 8

Bodies of the Society

The bodies of the society are

- (a) the general meeting
- (b) the board
- (c) the advisory committee

§ 9

Duties of the General Meeting

The General Meeting is exclusively responsible for the following tasks:

1. Approval of the budget planned by the board for the next year
2. Acceptance of the annual report by the board
3. Approval of the board
4. Decisions on minimum fees and due payment schedules for membership
5. Election and recall of the members of board
6. Designation of members for the project teams
7. Passing resolutions with respect to a change of the rules or the termination of the society .
8. Appeal of a rejection of an application for membership or of an order of expulsion.

9. The general meeting can give recommendations on issues under the area of responsibility of the board

§10

Call for the General Meeting

- (1) The general meeting is to be held annually. It is convened by the board four weeks in advance or per mail with an agenda. The period starts with the day after mailing the official invitation. The official invitation is considered to be received, if mailed to the last address announced in writing to the society. The agenda is set by the board.
- (2) Every member can apply in writing for further matters to be put on the agenda until one week before the date of the general meeting. The speaker of the general meeting will supplement the agenda before the start of the meeting.
- (3) A member can be authorized in writing to exercise the voting right of another member. The authorization must be renewed for each general meeting.

§ 11

Passing of a Resolution by the General Meeting

- (1) The general meeting is chaired by the president, in case of absence by the vice president, if absent, by another member of the board.
- (2) The chairman of the meeting appoints a person to keep the minutes and declares the sort of vote. The general meeting has a quorum if at least one third of the members are present or are represented. The members can vote in writing by mail. Such a mailed vote must have been received at the address of the society at least 14 days in advance of the date of the general meeting. If the general meeting has no quorum the chairman immediately can call for an extraordinary general meeting, which has a quorum with the votes of the members being present and the votes of the members being represented. This rule has been referred to in the official invitation for the general meeting.
- (3) The general meeting passes a resolution with a simple majority of the given valid votes. Abstention is not counted.
- (4) A change of the rules is requiring three fourth of the votes, a termination of the society a majority of four fifth of the given valid votes. A change of the objectives of the society is only possible with the votes of all members.
- (5) For elections the following rule applies: If no candidate arrives at the majority of the given votes a final ballot will be held between the two candidates with the highest votes.
- (6) The resolutions of the general meeting must be recorded and the records have to be signed by the chairman of the meeting and the person who kept the minutes.

§ 12

Extraordinary Meeting

The chairman of the board can call for an extraordinary meeting anytime. An extraordinary meeting must be convened, if required for the interest of the society or if one third of all members are requiring to do so in writing with a statement of the purpose and the reasons. For an extraordinary meeting the §§ 9-11 are applicable accordingly

§ 13

The Board

- (1) The board consists of
 1. the chairman,
 2. the vice chairman,
 3. the treasurer
- (2) The general meeting may decide for the invitation of additional board members
- (3) The members of board are elected for a period of two years by the general meeting
- (4) The members of board have an honorary post. Their expenses are refunded.
- (5) If a member of board is leaving during his term, the other board members will elect a substitute member until the end of the term of the retired member
- (6) A board member can be recalled for important reasons.

§ 14

Representation of the Society

Chairman, vice chairman and treasurer as a group are representing the board in accordance with § 26 BGB. Any two members can represent the society at court and out of court.

§ 15

Responsibilities of the Board

The board is responsible for all affairs of the society outside the competence of the general meeting. Areas of responsibility are:

1. Preparing, calling and reporting for the general meeting.
2. Execution of resolutions
3. Budget planning and accounting.
4. Control of the use of funds
5. Preparation of the annual report and balance
6. Resolutions concerning the acceptance, deletion or suspension of members.
7. Appointment of members of the advisory committee.
8. Establishment of working groups

§ 16

Resolutions of the Board

- (1) The board is generally passing its resolutions in board meetings, which have been convened one week in advance by the chairman, if unable, by the vice chairman, either by mail or by phone. The communication of the agenda is not required. The same way a conference may be convened either by mail or by conference call.
- (2) The board has a quorum, if at least two board members are present with either the chairman or the vice chairman. For passing a resolution the vote by the leading member of the board meeting is conclusive.
- (3) The board meeting is conducted by the chairman, if absent, by the vice chairman.
- (4) The resolutions of the board must be documented in the book of resolutions and be signed by the leading board member. The document shall contain the location, time, names of the participating members, the agreed resolutions and the votes.
- (5) A board resolution can be passed via mailing, if all members of the board are in agreement with the resolution. It is not allowable to aggregate the duties of several board members onto one person.

§ 17

Advisory Board

After passing a resolution in accordance with § 16 the board can establish an advisory board with public figures from policy, industry and science for a period of two years. The advisory board is supporting the realization of interests with respect to the introduction and the use of perennial energy grasses, with emphasis on miscanthus. Members of the society may not be elected into the advisory board.

§ 18

Working Groups

In accordance with § 16 the board can establish working groups (regional or issue related working groups) for specific projects aimed at fostering of the objectives of the society. They are supporting the activities of the board. Members for a working group are proposed by the members of the society and appointed by the board without formal election procedure.

§ 19

Ownership of Assets in Case of Liquidation

In case of a liquidation of the society or with cessation of its objectives under § 2 section 2, the assets of the society are transferred to Universität Bonn, Landwirtschaftliche Fakultät, Meckenheimer Allee 174 and have to be used for purposes serving the advancement of science.