

MAX PLANCK ALUMNI ASSOCIATION e.V.

STATUTE

25 July 2016

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Name and Purpose

§ 1

- (1) Purpose of the Max Planck Alumni Association e.V. shall be to develop and sustain a worldwide network of alumni and alumnae of the Max Planck Society; oversee alumni programs and activities; facilitate the career development of its members; support the scientific activities of researchers at the Max Planck Society; examine, where appropriate, the policies and programs of the Max Planck Society and advance recommendations; provide a communication channel between the Max Planck Society and its alumni and alumnae.
- (2) The purposes are to be achieved in particular through the organization of scientific and cultural events; training; mentoring and career service; and by improving the working conditions of researchers at the Max Planck Institutes.

Non-profit

§ 2

- (1) The Association pursues public-benefit purposes, within the meaning of the chapter "tax-privileged purposes" §§ 51 ff of the Fiscal Code 1977, exclusively and directly. The Association is altruistic; it does not primarily pursue its own economic purposes. The Association will be registered in the Register of Associations.
- (2) The funds of the Association may only be used for purposes compliant with the Association's Statute. Members do not receive remuneration from the Association, nor may they benefit from expenditures that are not compliant with the purposes outlined in the Association's Statute.
- (3) To achieve its objectives, the organization can assign part of its funds to another tax-privileged organization or to a legal person under public law to be used for tax-privileged purposes, compliant to § 58 n. 2 AO.

Membership

§ 3

- (1) All persons who have been working for at least six months at the Max Planck Society are entitled to apply for membership to the Association.
- (2) The Board may exceptionally appoint as Honorary Members persons not satisfying the requirements of § 3 n. 1.
- (3) There is no membership fee.

Beginning and Termination of Membership

§ 4

- (1) Applications for membership have to be submitted through the online system of the Association and confirmed pursuant to the procedure laid out in the By-laws.
- (2) Membership is terminated by:
 - a) death,
 - b) withdrawal,
 - c) expulsion.
- (3) The withdrawal shall be declared through the online system of the Association, and is effective thirty days after the submission of the request.
- (4) A member may be expelled from the Association if he has grossly violated the interests of the Association or the rules of conduct issued by the Board. The General Secretary must notify in written form to the member regarding the expulsion procedure. The Board will decide on the expulsion at least forty days after the receipt of the notification. The Board must give the member the opportunity to defend in written form. The defense has to be delivered to the General Secretary at least twenty days before the decision is voted upon. The decision shall be justified in written form

and sent to the member. Against this decision, the member may appeal to the Assembly. The appeal must be delivered in written form to the General Secretary within one month of receipt of the decision of the Board. The Assembly decides bindingly at its next meeting. With the expulsion from the Association ends the right of the member to apply for membership according to § 3.

Organs of the Association

§ 5

Organs of the Association are:

- a) the Groups,
- b) the Assembly,
- c) the Board,
- d) the Committees.

Groups

§ 6

- (1) The Groups of the Association shall be groups of members organizing specific activities and programs.
- (2) Each Group shall be established by action of the Board and shall be governed by the Association's By-laws as provided in § 10.
- (3) The „MPI Groups" shall be the groups of members currently or formerly working at a specific Max Planck Institute. Every member of the Association shall be member of at least one MPI Group.
- (4) The „Regional Groups" shall be groups of members who are or have been living in a specific city or geographical region.
- (5) The „Shared Interest Groups" shall be groups of members who share a specific common interest.

Assembly

§ 7

- (1) The Assembly is the body of representatives of the MPI Groups of the Association, and other representatives as set forth in this Statute, and has the duty of implementing the purposes of the Association, as set forth in § 1. Said representatives of the Association are referred to as delegates in this Statute.
- (2) The Assembly is responsible for:
 - a) electing the members of the Board,
 - b) strategic planning.

Assembly - Composition

- (3) Each MPI Group is entitled to one Assembly delegate. MPI Groups with more than 50 members are entitled to two and three Assembly delegates. MPI Groups with more than 300 members are entitled to three Assembly delegates.
- (4) Each MPI Group shall elect its Assembly delegates during a meeting of the Group. At least one-fourth of the Group members, and in any case not less than 30 members, shall attend the meeting. The elections shall be decided by a plurality of the votes cast. Each member of the Association can vote for the election of delegates just in one MPI Group.
- (5) There shall be Assembly delegates at-large, all of whom shall be appointed by the Board, without regard to any geographical, organizational or other classification of delegates.
- (6) Whenever a vacancy shall occur as to an Assembly delegate, it shall be filled by the chair of the Group the vacancy belongs to, as *ex officio* Assembly delegate. The chair cannot replace more than one Assembly delegate.
- (7) Each delegate, with the exception of *ex officiis* delegates, shall serve the Association for a term of three years. No such delegate

should be eligible for more than two full terms, except after a lapse of three years from such person's last appointment.

- (8) Only members not currently affiliated with the Max Planck Society can serve as Assembly delegates or Board members, unless appointed by the Board.
- (9) In addition to *ex officio* Assembly delegates as elsewhere provided in § 7, the Max Planck Society, Max Planck Digital Library, Max Planck Innovation GmbH, and PhDnet, are entitled to one *ex officio* Assembly delegate each.

Assembly - Meetings

- (10) The Board shall designate the time, place, and date of the regular meeting of the Assembly, to take place at least once a year. Special meetings of the Assembly may be called at any time by the Chair of the Board, and may take place, if requested by the Chair, in virtual form. A special meeting can be called by one-fourth of the members of the Assembly, in form of a written signed petition, delivered to the General Secretary, stating the purpose and reasons, and shall be held at such time, date and place fixed by the persons calling the special meeting.
- (11) The invitation to the Assembly meeting, in order to be valid, has to be sent to each invited member to the address, electronic or physical, specified in the records of the Statute.
- (12) Notice of the meeting shall be sent by the General Secretary to each delegate at least sixty days before any regular or special meeting. Each notice shall state the time, date and place of the meeting and, in the case of special meeting, shall state the purpose or purposes.
- (13) Any Assembly meeting is chaired by the Chair of the Board or, if absent, the Vice-Chair.
- (14) At all meetings of the Assembly, the presence of one-fourth of the incumbent Assembly delegates shall be sufficient to constitute a quorum for the transaction of any business. If the quorum is not

reached the Board has twenty days to set time, date and place for the successive meeting.

- (15) The members of the Board shall be voting members at all Assembly meetings.
- (16) Any decision shall be taken by a plurality of the votes cast. In the case of a tie vote, the chair of the Assembly decides. The decisions of the Assembly have to be listed in a protocol that has to be signed at the end of the meeting by the chair of the Assembly and the General Secretary.

Board

§ 8

- (1) The Board shall be the executive organ of the Association.
- (2) The Board shall:
 - a) elect the Chair, the Vice-Chair and the General Secretary,
 - b) establish the Groups,
 - c) establish the Committees,
 - d) appoint the members of the Board,
 - e) have the power to amend and supplement the Association's By-laws.

Board - Composition

- (3) The Board is composed of:
 - a) the Chair,
 - b) the Vice-Chair,
 - c) the General Secretary,
 - d) up to six members elected by the Assembly,
 - e) up to six members appointed by the Board.
- (4) Each elected and appointed member of the Board shall serve for a three-year term. With the exception of *ex officio*s delegates, a member's term as Assembly delegate terminates the day the member takes office in the Board.

- (5) The Assembly shall elect up to two Board members per year. The Board shall appoint up to two Board members per year. *Ex officiis* Assembly delegates are excluded from the election for the positions in the Board.

Board - Chair, Vice-Chair and General Secretary

- (6) The Chair, the Vice-Chair and the General Secretary are the only entitled to officially represent the Association and its interests, within the meaning of § 26 BGB.
- (7) The Chair, the Vice-Chair, and the General Secretary shall be elected by a majority of the entire Board, from amongst its midst. Honorary members cannot be elected Chair, Vice-Chair or General Secretary.
- (8) The Chair, the Vice-Chair and the General Secretary shall serve for a two-year term. They stay members of the Board as long as they serve as Chair, Vice-Chair or General Secretary.
- (9) The General Secretary is the Treasurer of the Association.

Board - Meetings

- (10) The Board shall meet at least two times a year, in physical or virtual form, at such times, dates and places decided by the Chair. The notification of each such meeting shall be transmitted by the General Secretary to each Board member not later than twenty days prior the meeting.
- (11) Any Board meeting is chaired by the Chair or, if absent, the Vice-Chair.
- (12) Any decision shall be taken by a plurality of the votes cast. In the case of a tie vote, the chair of the meeting decides. A majority of the Board members currently in office, which must include the Chair or the Vice-Chair, shall participate in any decision. The deci-

sions of the Board have to be listed in a protocol that has to be signed at the end of the meeting by the chair of the meeting.

Committees

§ 9

- (1) The Standing Committees shall be committees established by the Board to examine complex issues regarding the management and the realization of the purposes of the Association, and to facilitate the flow of information between the Max Planck Society and its alumni and alumnae.
- (2) There shall be a Standing Committee, named "Nominating Committee on Election". It shall consist of not fewer than three members, none of whom shall be member of the Board. It shall be responsible for selecting and presenting annually to the Assembly the nominees for the election to those Board positions as are elected by the Assembly.
- (3) There shall be a Standing Committee, named "Nominating Committee on Appointment". It shall consist of not fewer than three members of the Board. It shall be responsible for selecting and presenting annually to the Board the nominees for appointment to those Board positions as appointed by the Board.
- (4) Other Standing Committees shall be established by action of the Board, except that this authority to establish or change Standing Committees shall not be applicable to the Nominating Committee on Election and the Nominating Committee on Appointment.
- (5) The Board or its Chair may establish from time to time Ad Hoc Committees to oversee the organization of such activities and programs that may appear to further the purposes of the Association.
- (6) The Chair of the Board shall appoint Committee chairs and Committee members. All members of the Association can be appointed chair of an Ad Hoc Committee and members of a Standing or Ad

Hoc Committee. With the exception of the Nominating Committee on Election, only Board members can be appointed as chair of a Standing Committee.

- (7) The Chair of the Board shall be *ex officio* member of all Standing and Ad Hoc Committees, with the exception of the Nominating Committee on Election.
- (8) Committee chairs and members shall be appointed for a term of one year, but they may be reappointed for successive terms, provided that no person may serve as chair of a Standing committee beyond the expiration of that person's term as Board member.

By-laws

§ 10

The conduct of the Association and its organs shall be further governed by a set of By-laws, compliant with this Statute, which may be amended and supplemented by the Board.

Amendments

§ 11

This Statute may be amended or supplemented by the Assembly with four-fifths of the votes cast.

Dissolution of the Association

§ 12

- (1) The dissolution of the Association can only be decided in a regular meeting of the Assembly by a majority of nine-tenths of the votes cast.
- (2) Upon dissolution of the Association or cessation of the tax-privileged purposes, the treasure of the Association is devolved to

another tax-privileged association, and is expendable for the sole purposes as set forth in § 1 of this Statute.

Seat, Financial Year and Language

§ 13

The Association has its seat in Berlin. The financial year is the calendar year. The working language of the Association is English.

Data Security

§ 14

All members are obliged to comply with all the data security policies issued by the Board. In particular, each member cannot use nor provide to third parties personal data of another member without his consent.

Transitional arrangements

§ 15

- (1) The Chair alone can amend, alter or supplement the Statute of the Association until the status of public-benefit purposes has been granted to the Association.
- (2) During the year 2016, the founding Board shall appoint six members of the Association as Board members, and appoint the Chair, Vice-Chair and General Secretary. The annual Assembly shall be announced not later than 10 days prior the meeting. From the year 2017, all the affairs of the Association shall be governed by the regulations laid out in the Association's Statute and By-laws.

Berlin, 25 July 2016