

STATUTES

§ 1 Name, registered office and financial year of the association

1. Name: 'Conservancy Without Borders e.V.'
1. Registered office: The headquarters and formal organisation of all types of legal effects, communication and administration are located at the following address: Alfred-Mendler-Weg 56, Eselsberg, Ulm. Postcode 89075, administrative district of Tübingen, federal state of Baden-Württemberg.
2. The financial year is the calendar year.

§ 2 Purpose of the association

1. The association Conservancy Without Borders e.V. pursues exclusively and directly charitable purposes within the meaning of the section 'Tax-privileged purposes' of the German Tax Code §§51 ff. AO.
1. The purpose of the association is to promote nature conservation and environmental protection in accordance with § 52 (2) No. 8 AO and animal welfare, §52 (2) No. 14 AO.
2. The purpose of the statutes is realised in particular through:
 - a. Planning and implementation of animal health measures at home and abroad, for example in the areas of animal husbandry, animal rehabilitation and conflict-free coexistence between humans, animals and the environment. Promotion of animal welfare.
 - b. Planning and implementation of measures to promote the biodiversity of native animal and plant species, for example, reforestation programmes; habitat design; prevention of environmental pollution; awareness campaigns on consumption and its unintended consequences in nature.
 - c. Cooperation with other national and international non-profit organisations committed to animal welfare and environmental protection, provided that they do not conflict with the objectives of the association;
 - d. Establishing and supporting educational and environmental protection centres at home and abroad;
 - e. Disseminating the holistic concept of animal welfare and environmental protection in word, image and writing;
3. The association is a non-profit organisation; it does not primarily pursue its own economic interests.
4. The association's funds may only be used for purposes specified in the statutes. Members shall not receive any share of profits or other payments from the association's funds.

5. No person may benefit from expenditures that are not related to the purpose of the association or from disproportionately high remuneration.
6. The association's offices are held on a voluntary basis. Reimbursement of expenses incurred in the performance of these duties is permissible.

§ 3 Raising funds and achieving objectives

1. The association shall achieve its objectives in particular through the following measures:
 - a. Implementing its own projects by directly pursuing its charitable objectives in accordance with §2 of these Articles of Association, for example through project design and promotion at home and abroad, as well as educational, press, public relations and lobbying work.
 - b. Pursuing the charitable purpose with the support of auxiliary persons within the meaning of §57 (1) sentence 2 AO (German Fiscal Code) in Germany and abroad.
 - c. Donations to other tax-privileged corporations or legal entities under public law for use for tax-privileged purposes of holistic animal and environmental protection.
2. The association fulfils its tasks through membership fees, donations and other contributions.

§ 4 Membership

1. There are two types of membership in the association.
2. Full members can be any natural person and, where applicable, any legal entity that supports the objectives of the association in accordance with § 2 and is actively involved in this regard. Full members are obliged to participate in the general meeting. Absence from the general meeting requires justification.
3. Supporting members can be natural persons, associations and organisations if they support the objectives of the association in accordance with § 2. Supporting members have the right to speak and submit motions at meetings of the association, but are not entitled to vote or stand for election.
4. Natural supporting and full members of the association must be at least 18 years of age. Natural persons and legal entities from abroad may also become members.
5. Applications for membership of the association must be submitted in writing to the executive committee, which will then decide on the application. Appeals against rejection of membership may be lodged with the general meeting. In this case, the general meeting will decide on admission. The same applies to the expulsion of a member in accordance with § 4 (7).

6. Membership shall end upon death, voluntary resignation or expulsion from the association. A member may only resign at the end of a quarter. Resignation shall be effected by written declaration to the executive committee, subject to a notice period of four weeks.

7. A member may be expelled from the association by the executive committee if they intentionally act contrary to the interests of the association. This is particularly the case if there is a serious violation of the statutes or if a member is one year in arrears with their membership fee despite receiving a reminder. Any member may submit a request for expulsion. The entire Executive Board shall decide on the request after hearing the member concerned. An appeal against the expulsion decision may be lodged within a period of four weeks after notification of the expulsion, which shall be decided upon by the next General Meeting.

8. Membership is non-transferable. The exercise of membership rights cannot be transferred to another person.

§ 5 Membership fees

1. Each member pursuant to §4 paragraphs 2 and 3 shall pay an annual membership fee, the minimum amount of which shall be determined by the general meeting.

2. The amount and due date of the annual membership fees shall be determined by the General Meeting in a membership fee regulation, which shall be adopted by the General Meeting on the recommendation of the Executive Board.

3. Any accounting surpluses of the Association may only be used for purposes specified in the Articles of Association. Any accounting deficits must be covered in the following financial year.

§ 6 Data protection

When a member joins, the association collects personal data which may be collected, processed, used and passed on for the purposes set out in the statutes. Members who do not hold a statutory position in the association are not entitled to access or use this member data.

§ 7 Organs of the association

The organs of the association are:

1. the general meeting;
2. the executive committee.

§ 8 Executive Committee

1. The Executive Committee consists of at least one and at most three persons, a chairperson and one or two deputies. The Executive Committee may propose two or four assessors to the General Meeting for election as additional members of the Executive Committee.

2. If there is more than one member of the Executive Committee, the Executive Committee within the meaning of § 26 BGB (German Civil Code) shall consist of the chairperson and his or her deputies. Two members of the Executive Committee shall represent the Association in and out of court.

3. The members of the Executive Board are elected by the General Meeting for a term of two years. Re-election is possible. The current members of the Executive Board remain in office after the end of their term until their successors are elected and can take up their duties.

4. The Executive Board is responsible for all tasks of the association, unless these are the responsibility of the General Meeting according to these Articles of Association. The Executive Board has the following tasks in particular:

a. Convening and preparing the general meeting and implementing its resolutions.

b. Appointing and dismissing members of project groups, working groups or advisory boards that can support the executive committee and the association in its substantive work.

c. Chairing the general meeting.

d. Admitting and expelling members.

5. The executive committee manages the day-to-day business of the association.

6. In urgent cases, resolutions of the Executive Board may also be passed in writing or

by telephone, provided no member of the Executive Board objects.

7. Amendments to the Articles of Association that are required by supervisory, judicial or financial authorities

for formal reasons may be made by the Executive Board on its own initiative.

8. If there is more than one member of the Executive Board, the Executive Board shall decide by a simple majority of votes. In this case, the Executive Board shall constitute a quorum if at least two members are present or if all members agree to a resolution by written circular resolution. In the event of a tie, the chairperson shall have the casting vote.

9. If there is more than one member of the Executive Board and a member of the Executive Board resigns before the end of his or her term of office, the Executive Board is entitled to appoint a full member as a temporary member of the Executive Board. Members of the Executive Board appointed in this manner remain in office until the next General Meeting. The General Meeting then confirms this member of the Executive Board or elects another member for the period until the end of the regular term of office of the Executive Board.

10. If there is more than one member of the Executive Board, the Executive Board may, by a majority vote, request a member of the Executive Board to suspend his or her activities on the Executive Board if this member of the Executive Board is acting in a manner detrimental to the association. Actions detrimental to the association include, but are not limited to, breaching the confidentiality of Executive Board meetings or working for another institution that conflicts with or competes with the association.

11. The members of the Executive Committee must be members of the Association and perform their duties on a voluntary basis. The Executive Committee shall decide on the appropriate reimbursement of expenses and costs.

12. If there is more than one member of the Executive Board, the Executive Board shall adopt rules of procedure and meet at least twice a year.

§ 9 The General Meeting

1. The General Meeting shall be convened at least once a year by written invitation from the Chair or their deputy. General meetings, whether ordinary or extraordinary, and their votes may be conducted via digital and electronic means of communication if the majority of the associated participants approve this. An extraordinary general meeting shall be convened if the Executive Board decides to convene it for important reasons or if a quarter of the members request the chairperson to convene it in writing, stating the reasons.

2. All members of the association are entitled to participate in the general meeting, regardless of whether they have voting rights or not. General meetings are not open to the public. The chairperson of the meeting may admit guests. The ordinary general meeting shall be convened in writing with at least ten days' notice, stating the provisional agenda. The notice period shall commence on the day following the dispatch of the invitation letter. The invitation letter shall be deemed to have been received by the member if it was sent to the last address known to the association. As with all correspondence from the association, an email sent in good time to the member's last known email address is sufficient as an invitation. In the case of extraordinary general meetings, the notice period only has to be observed if the reason for the extraordinary meeting does not require a quick decision to be made urgently.

3. The general meeting decides on the guidelines for the association's activities and deals with all related fundamental issues and matters, in particular:

- a. Election and discharge of the Executive Board.
- b. Election of an auditor if the Executive Board does not submit annual financial statements audited by a certified public accountant.
- c. Setting membership fees and deciding on the membership fee regulations.
- d. Receiving the financial statements and audit reports from the Executive Board.

- e. Deciding on motions to the General Meeting.
- f. Deciding on amendments to the Articles of Association.
- g. Dissolution of the Association.

4. The general meeting shall be chaired by the chairperson; if he/she is unable to attend, another member of the executive committee shall chair the meeting. If none of the above persons are present or if the chairperson so requests, the general meeting shall elect a chairperson. The chairperson shall conduct the meeting with the aim of completing the agenda in an orderly and expeditious manner. He or she shall conduct deliberations and votes in an impartial manner.

5. Every duly convened general meeting shall constitute a quorum. All decisions shall be taken by a simple majority of the members present who are entitled to vote; abstentions shall be considered as votes not cast. Amendments to the Articles of Association require a two-thirds majority of those present; resolutions on changes to the purpose of the Association or the dissolution of the Association require a three-quarters majority of those present. They can only be passed if they have been announced in advance in the written invitation.

6. Minutes shall be kept of the association's general meeting. A secretary appointed by the general meeting and the chair of the meeting shall sign the minutes to certify their accuracy. The minutes shall be made available to the association's members upon request.

7. In principle, all elections and votes shall be conducted by a show of hands (including virtually). If at least one tenth of the members present object to this in individual cases, a secret ballot shall be held. In the event of a tie, the chairperson shall have the casting vote.

8. The general meeting shall elect the members of the executive committee individually in separate ballots and by a simple majority of the members present. In the event of a tie, a further ballot shall be held. If there is still a tie, the decision shall be made by lot.

9. Motions from members and motions for the agenda must be submitted in writing to the chairperson at least one week before the general meeting. Any agenda items submitted after this deadline must be communicated to the members in good time before the start of the general meeting.

10. Later motions – including those submitted during the general meeting – must be added to the agenda if the majority of voting members present at the general meeting agree to the motions being dealt with and they are urgent (urgent motions).

11. The general meeting may adopt rules of procedure that specify further details of the election and meeting rules.

§ 10 Dissolution and liquidation of the association

1. The general meeting shall decide on the dissolution of the association by a three-quarters majority.
2. Unless the general meeting decides otherwise, the liquidation shall be carried out by the last executive committee in office.
3. Members of the association shall not receive any share of the association's assets upon their departure or upon dissolution of the association.
4. In the event of dissolution of the association or discontinuation of tax-privileged purposes, the assets shall fall to a legal entity under public law or another tax-privileged corporation. This corporation shall be determined by vote at the general meeting. The corporation shall use the assets directly and exclusively for the following tax-privileged purposes: the promotion of animal welfare (in accordance with § 52(2) No. 14 AO).

The accuracy and completeness of the statutes in accordance with §71 (1) sentence 4 BGB is assured.