

Rules

of the registered society
InnoRegio Südthüringen e.V.

§ 1

Place of buissiness

- (1) The registered society is called „InnoRegio Südthüringen e.V.“.
- (2) The place of buissiness and legal seat of the organisation is Schmalkalden.

§ 2

Aim of the organisation

- (1) Aims of the organisation are the support of science, research, education and innovation. To realise these aims, the organisation cooperates with enterprises, universities and their research centres, regional corporations, cultural, social, sporty societies and societies of the labour market. These institutions cooperate to bring together theoretical and practical competences of the region to create innovative strategies of development.

The organisation pursues these aims especially with the following tasks:

- support of innovative potentials in the region South Thuringia
 - support of the technologie-transfer between science, research and economy; special consideration of regional and project-related aspects
 - initiation and moderation of innovation-meetings between science, economy and administration
 - initiation of contacts between universities, research centres and economy to develop and realise projects
 - creation and moderation of regional innovation-networks
 - take measures to support economy
 - combine all activities of the region within the InnoRegio-contest or other plans of the EU, the federal government and Thuringia
- (2) The organisation accomplishes his tasks voluntarily. Third parties cannot derive any claims from the rules against the organisation.

§ 3

Takings of the organisation

To realise his tasks, the organisation gets:

- donations of money and things
- public benefits and subsidies
- membership subscriptions
- other subsidies
- loans

§ 4

non-profit-making-organisation

- (1) The organisation follows up exclusively charitable purposes.
- (2) The organisation is selflessly active. It does`nt follow up own purposes in first line.
- (3) Takings of the organisation are only used for rules moderate purposes. The members don`t get shares of profits or other subsidies from the takings of the organisation.
- (4) No person may be favoured with excessively recompences.

§ 5

financial year

Financial year is the calender year.

§ 6

membership

- (1) Every natural person who has fulfilled the 18th living year and every corporation can become member of the organisation. The height of the yearly membership is decided by the committee of members.
- (2) To become member of the organisation, you need an written petition. The petition is to hand over to an member of the committee. The committee will decide about the reception of new members. The committee does´nt need to give reasons for the rejection of an petition.

§ 7
End of membership

- (1) The membership goes out by leaving, exclusion or death of a member. At corporations the membership goes out by dissolving.
- (2) The voluntary leaving is made by written explanation opposite a member of the board of directors.
- (3) A member can be dissolved by the board of managers with immediate effect, if it works against the aims of the organisation, if it handicaps the work of the board of directors or if it behaves damaging for the organisation.
- (4) Before the decision, the member must get the chance to justify personally or in written form in front of the board of directors within a period of 14 days. The decision about dissolving must contain reasons, which have to be informed to the member by a written letter.
- (5) A member can appeal against dissolving in the next meeting of members. Besides this § 6/ 2 of this rules is valid.

§ 8
instruments of the organisation

- (1) Instruments of the organisation are the
 - a) the committee of members
 - b) the board of directors
- (2) The organisation can have an advisory council. The members of the advisory council are committed by the board of directors. The tasks of the advisory council are written in the standing orders, which is committed by the board of directors.

§ 9
Committee of members

- (1) Tasks of the committee of members are:
 - election of the board of directors
 - election of the auditors
 - approval of the annual report, the bill and the financial plan
 - relief of the instruments of the organisation
 - change of the rules
 - dissolving of the organisation
 - committing of the order of contribution
- (2) The committee of members is convened by the board of directors when required, but at least once a year or if 1/5 of members ask for the convention. The convention occurs within 14 days by written invitation with explanation of the agenda.

- (3) The committee of members is headed by a member of the board of directors. This is the first chairman of the board of directors or his representative, if the committee of members determines nothing else. The decisions are written in a protocol, which is signed by the leader of the meeting or the protocol-keeper.
- (4) Every general meeting of members, which takes its proper course has a quorum. Decisions require the simple majority of voices given in the general meeting of members. To change the rules, a majority of $\frac{3}{4}$ of the voices given in the general meeting of members is required, to dissolve the organisation a majority of $\frac{4}{5}$ is required. In principle every member has got one voice. Every member can let itself be represented. The board of directors has to be informed in written form about the representation, latest at the beginning of the general meeting of members.

§ 10

Board of directors

- (1) The board of directors consists of:
 - the first chairman,
 - the second chairman,
 - the finance director,
 - 4 voluntary committee members.The board of directors determines the principles of policy of the organisation and manages the organisation.
- (2) The allocation of tasks in the board of directors is ruled by the standing orders. The standing orders are determined by the committee of members.
- (3) Board of directors according to BGB are:
 - the first chairman,
 - the second chairman,
 - the finance director.Two of these persons together are authorized to the representation of the organisation.
- (4) The board of directors works in an honorary capacity. The committee of members decides about a voluntary expense allowance.
- (5) The board of directors has a quorum, if at least 3 members are present in a meeting of the board of directors.
- (6) If a matter is urgent and if no member of the board of directors contradicts, the first chairman or –if the first chairman should be unable to come- his representation are allowed to cause decisions by using modern methods of communication (f.e. FAX, e-mail).

§ 11 Dissolving

- (1) Dissolving of the organisation can only be made by the committee of members with the in § 9 explained majority of voices.
- (2) In case of dissolving, abolition of the organisation or cessation of tax privileges purposes, the means of the organisation are hand over to a corporation of public or private law, because the means can only be used for charitable purposes according to these rules, This is not valid for loans. Those are to give back to the owner. The committee of members decides about the beneficiaries. This decision requires the simple majority of voices.

§ 12 Other rules

- (1) If sections of these rules are not legally valid or practicably, all other sections are lasting. Not practicable sections are replaced by legal valid and practicable sections, which are according to aims of the organisation.
- (2) Court jurisdiction for all disputes is Schmalkalden
- (3) These rules become legally valid on June the 6th 1999.