

Hochschulkanzler e.V. Statute

**Decided at the inaugural meeting on 15th June 2012 in Krefeld.
At last amended during the General Assembly on 18th September 2015 in Saarbrücken.
Registered in the association register of the local court local court Hamburg,
under registration number VR21560.**

§ 1 Name, Registered Office, Business Year

- (1) The association goes by the name “Hochschulkanzler” (hereinafter referred to as “association”). It shall be registered into the register of associations and bear thereafter the appendix "e.V." (German abbreviation for "registered association")
- (2) The Association is located in Hamburg, Germany.
- (3) Business year is the calendar year.

§ 2 Aim of the association

- (1) The association pursues, exclusively and directly, non-profit purposes within the meaning of the section "Recognised Purposes" of the German Tax Code ("Abgabenordnung - AO").
- (2) The purpose of the association is the support of the perception of the role “chancellor” and similar roles in state and state-recognized institutions at national and international levels.
- (3) Another purpose of the association support of the group of persons of university chancellors, especially of the young functionaries, in their daily work, using an appropriate form for the target group.
- (4) The aim of the statute is fulfilled in particular by:
 - communicating tasks and objectives of university chancellors,
 - supporting university chancellor trainings, especially of national and international conferences,
 - supporting publications,
 - supporting the online- presence of university chancellors and supporting collegial dialogue and exchange,
 - supporting the development of concepts for trainings and coachings of university chancellors, especially the support for new chancellors (mentoring),
 - providing target group specific consulting and support options,
 - supporting exchange of views and experiences between chancellors across both industry and geographic boarders
 - national and international networking.

§ 3 Contributions and Financing

- (1) The association is financed by:
 - membership fees,
 - voluntary contributions,
 - public funding
 - other receipts.
- (2) The membership fee is an annual fee. It is to be paid in advance at the beginning of each calendar year following the receipt of an invoice. The fee is determined by the general assembly.
- (3) The association is allowed to build up reserves intended for the fulfilment of their statutory purposes alongside the funds required to sufficiently meet its liabilities and on-going commitments.

§ 4 Membership

- (1) Members of the association might be:
 - Ordinary Members,
 - Associate Members,
 - Sponsoring Members.
- (2) Ordinary Members of the association may be all persons who are full-time chancellors or who are in a similar position. Universities can be ordinary members and delegate all membership rights and obligations to their chancellors.
- (3) Associate members may, upon request, be retired members (Alumni) or members in parental time, as well as managers of non-university research institutes, institutes of higher education or faculties of universities. If a member resigns from office as chancellor or in a similar position prematurely, but is actively engaged professionally in a different position, he or she will automatically be associated member.
- (4) As sponsoring members may be admitted both natural and juristic persons, public authorities and mutual societies, associations, companies, enterprises of any legal structure, who identify themselves with the objectives of the association or sympathise with the purposes of the association.

§ 5 Commencement and Termination of Membership

- (1) The application for admission as ordinary member or associated member or sponsoring member are to be submitted directed to the managing board of the association in written form. The managing board decides with a simple majority vote about the admission of the member.

(2) The membership terminates:

- in case of natural persons upon death,
- in case of mutual societies or companies upon the dissolution or opening of bankruptcy
- by submitting a written statement of termination from the end of any calendar year. The managing board must have received the notification of termination no later than three months before the expiration of the business year.
- by exclusion of a member, decided upon a simple majority of the managing board. Before the decision taken, the member shall be given opportunity to deliver his or her opinion. The member can appeal against the resolution of the managing board. The respite is one month after the date of notification. In case of objection the General Assembly decides.
- If a member does not pay his/her membership fee.

(3) The termination of the membership does not release the former member from the remaining obligations during the time of membership.

(4) Upon termination of membership are not entitled to the shares of assets.

§ 6 Rights and obligations of the membership

(1) Ordinary members have the right to submit proposals to the association. They have the active and passive right to vote.

(2) Associated members and Sponsoring members may submit proposals to the association. They do not have the active or passive right to vote.

(3) The members are obligated to,

- To support according to one's best ability and within the scope of the statute the association on the fulfilment of its task.
- Safeguard the association's reputation
- Pay membership fees punctually
- Without request inform the association about changes of registered home address as well as the office address or the name promptly.

§ 7 Organs of the Association

(1) Organs of the association are:

- The General Assembly,
- The managing board and the general management

- (2) Members of the managing board and the general management working as volunteers.

§ 8 Managing Board and General Management

- (1) The managing board shall consist of the chairman and at least two vice chairmen.
- (2) The general management comprises the managing board and the county representative university chancellors (working group of chancellors of universities of applied sciences), as far as the county representatives are personally or by their institution ordinary member of the association.
- (3) The managing board members are to be elected from the General Assembly for a period of three years. They may be re-elected. After expiry of its term the managing board members will continue in office until new elections take place.
- (4) The managing board is responsible for the managing of all matters, which do not specifically come under the jurisdiction of the General Assembly. The general management decides on a proposal of the managing board to support types of actions and events, not organised by the association. The managing board and the general management meet as required and at least once per annum. Board meetings are called up with at least two weeks' notice and managed by the chairman or by a representative assigned to do so. Decisions within the managing board and within the general management are required to be taken on the basis of a simple majority.
- (5) Minutes are to be kept of any resolutions passed by the managing board.
- (6) The chairman will represent the association both judicially and extra-judicially.
- (7) A Resignation from the position as chairman has to be declared by a written statement to the managing board, the members have to be informed. Until the new election by the General Assembly the managing board may temporarily divide the responsibilities between the members.

§ 9 General Assembly

- (1) The ordinary General Assembly shall take place once a year in the scope of the annual conference of chancellors. It is called up in writing, setting forth the agenda with at least four weeks' notice and managed by the chairman or by a representative assigned to do so. Items to be included in the agenda of the members shall be forwarded in writing to the managing board at least 14 days before the General Assembly
- (2) An extraordinary General Assembly can be convened according to a resolution of the managing board or at the written request of at least

½ members in accordance with the procedures for convening ordinary General Assemblies.

(3) The General Assembly shall be responsible for:

- the acceptance of the report for the previous business year,
- the approval of the annual financial statement and the discharge of the managing board after the report of auditors,
- the selection of auditors,
- the confirmation of the decisions about the amount of the membership fees,
- the election of the managing board,
- the amendments of the statute.

(4) The General Assembly passes its resolutions by simple majority, unless the articles of association stipulate otherwise. Invalid votes and abstentions are therefore not taken into consideration. In case of tie an application is rejected.

(5) Each member shall be entitled to, after granting the power of proxy in writing, to exercise the right to vote by being represented by another member. Each member can only exercise one additional member's right to vote.

(6) Amendments can be decided on with three quarters majority of the present members.

(7) At every General Assembly minutes have to be taken, which have to be signed by the chair of the meeting.

(8) Every correctly called member's general meeting has the right to pass decisions

§ 10 Auditors

(1) The ordinary General Assembly shall elect two auditors for the duration of each three years, which are no members of the managing board.

(2) The auditors must check the annual accounts (asset and utilisation evidences) and report its conclusions, which shall be made available no longer than six month after the end of the business year.

§ 11 Termination of the association

(1) The association may be dissolved only by a decision of a General Assembly, for which a 3/4 majority of members holding the right to vote is necessary. The General Assembly has a quorum only if at least 2/3 of all members entitled to vote are present.



- (2) With absence of a quorum a second General Assembly has to be called at a date earliest two weeks after. This assembly has always the right to pass decisions. The calling may be included in the invitation for the first assembly. In this case all members have to be notified about the absence of a quorum, after the assembly with absence of a quorum. The dissolution shall take place only, if at least $\frac{3}{4}$ of the present or representing members agree to the resolution to dissolution
- (3) In the event of the associations' dissolution or annulment or the omission of its previous purpose, the association's assets shall be transferred to a non-profit institution, which must use them directly and exclusively for tax-privileged purposes.

§ 12 Amendment to the associations' statute due to request of court

The General Assembly delegates the managing board the right to pass amendments demanded by official authorities (local court, finance court et al) within the scope of their competences. Such amendments may neither considerably alter the associations' purpose nor restrict the rights of the bodies and members.