

## **Statute**

**Zero Emission (CO<sup>2</sup> Neutral) e.V.  
Goethestr. 51  
40237 Düsseldorf**

**Tel. 0211 13953592**

### **§ 1 Name, Registered Office, Fiscal Year**

- § 1 Nr. 1 The association bears the name "Zero Emission ". He should be registered in the club register and then leads the Addendum "e. V.";
- § 1 Nr. 2 The association has its seat in Duesseldorf  
The club was built on 1.1.2019.
- § 1 Nr. 3 The association is politically, ethnically and denominationally neutral.
- § 1 Nr. 4 The financial year of the association is the calendar year.
- § 1 Nr. 5 The association pursues exclusively and directly charitable purposes i. P. D. Section "Tax Beneficial Purposes" of the Tax Code.

### **§ 2 Purpose of the association**

- § 2 Nr. 1 Purpose of the association is the promotion of CO2 emission reduction
- The purpose of the statutes is realized in particular by the members in detail and by companies that work for CO2 reduction, the realization of scientific events and the development of CO2 reducing measures (wind power plants, biogas plants, CHP, fuel cells and energy self-sufficient houses and the associated consulting).
- The purpose of the statutes is achieved in particular by procuring funds for projects for the reduction of CO<sup>2</sup>. It allocates CO<sup>2</sup> certificates for private households and small and medium-sized companies whose purpose is to compensate for adequate means of compensation for their CO<sup>2</sup> causation.
- § 2 Nr. 2 The association is selflessly active; he does not pursue primarily self-economic purposes.
- § 2 Nr. 3 Funds of the association may only be used for statutory purposes. The members receive no donations from funds of the association, unless you work exclusively all day for the association or the realization of the projects.
- § 2 Nr. 4 No person may be favored by expenses that are foreign to the purpose of the corporation or by disproportionately high remuneration.
- § 2 Nr. 5 Volunteers are only entitled to compensation for proven expenses.
- § 2 Nr. 6 The members of the Executive Board can receive (flat rate) compensation for their work or time. The amount of compensation must not be excessive. Measure of appropriateness is the non-profit objective of the association.

### **§ 3 Acquisition of membership**

Any natural or legal person can become a member of the association. Finally, the board decides on the written application for admission. There are ordinary members and supporting members of the association. The supporting members participate exclusively through certificates and have no vote. § 4 Beendigung der Mitgliedschaft

The membership ends

- a) with the death of the member,
- b) by voluntary withdrawal,
- c) by deleting the list of members,
- d) by exclusion from the club,
- e) in the case of legal persons through their dissolution.

Voluntary resignation is by written declaration to a member of the Board. It is only permissible at the end of a calendar year, subject to a notice period of three months.

A member may be removed from the list of members by decision of the Executive Board if, despite two reminders, he is in arrears with the payment of the contribution. The cancellation must be communicated to the member in writing.

A member may, if it grossly violated the interests of the association, be excluded from the association by a decision of the general assembly. Before the decision is taken, the member shall be given the opportunity to justify himself personally. Any written statement of the person concerned is to be read in the general meeting

### **§ 5 Membership fees**

Contributions are collected from members. The amount of the annual fee and its due date will be determined by the General Assembly. Certificates are subject to separate fee calculation.

Honorary members are exempt from the obligation to contribute.

### **§ 6 Organs of the association**

- a) the board
- b) the general meeting

### **§ 7 The Board**

The Board i. P. D. § 26 BGB consists of

- a) the 1st chairman
- b) the 2nd chairman
- c) the secretary
- d) the treasurer

The association is jointly represented in court and out of court by two members of the board.

The union of several board members in one person is inadmissible.

### **§ 8 Term of office of the Management Board**

1. The Board of Directors is elected by the General Assembly for a term of five years from the day of the election. He remains in office until the new election of the executive committee.

If a member of the executive board resigns during the term of office, then the executive committee chooses a substitute member (from the ranks of the association members) for the remaining term of office of the resigned

## **§ 9 Resolution of the Management Board**

2. The Board generally adopts its resolutions in board meetings held by the Board of Directors

1. Chairman or by the 2nd Chairman in writing, by telephone or by telegraph. In any case, a notice period of three days must be observed. A communication of the agenda is not required. The Board has a quorum if at least two members of the Board, including the 1. Chairperson or 2nd Chairperson are present. When deciding, the majority of the valid votes cast decides. In case of a tie, the vote of the head of the board meeting decides.

3. The board meeting is chaired by the first chairman, in whose absence the 2. Chairman. The decisions of the board are to be recorded as evidence and signed by the chairperson.

A decision of the Board of Directors may be taken by letter or by telephone if all members of the Management Board declare their consent to the regulation to be adopted.

## **§ 10 The general meeting**

In the general meeting, every member present - including an honorary member - has one vote. Support members do not receive a vote.

The General Assembly is responsible in particular for the following matters:

- a) Receipt of the annual report of the board; Relief of the board.
- b) Determination of the amount and the due date of the annual subscription.
- c) Election and dismissal of the members of the Board.
- d) Resolution on the amendment of the statutes and on the dissolution of the association.
- e) Appointment of honorary members

## **§ 11 The convocation of the general meeting**

At least once a year, preferably in the last quarter, the ordinary general meeting should take place. It shall be convened by the Executive Committee within a notice period of two weeks by written notification stating the agenda. The period begins with the working day following the sending of the invitation. The letter of invitation is deemed to have been sent to the member if it is addressed to the last address given in writing by the member to the association. The agenda is set by the Board.

## **§ 12 The decision of the general meeting**

The general meeting will be chaired by the 1st chairman, if he is unable to do so by the 2nd chairman or another member of the executive committee. If no board member is present, the meeting determines a leader.

The record is kept by the secretary. If this is not present, the chairman of the meeting determines a secretary.

The type of vote is determined by the chairman of the meeting. The vote must be in writing if one third of the voting members present at the vote so request.

The general meeting is not public. The chairman of the meeting may allow guests. The General Assembly decides on the admission of the press, radio and television.

Each duly convened general meeting is quorate regardless of the number of appearances.

The General Assembly generally passes resolutions by a simple majority of the valid votes cast; Abstentions are therefore not considered. To change the statutes (including the purpose of the association), however, a majority of three-quarters of the valid votes cast, for the dissolution of the association such a four-fifths required.

The following applies to the elections: If in the first ballot no candidate has achieved the majority of the valid votes cast, a runoff vote will be made between the candidates who have reached the highest two votes.

A record of the resolutions of the general assembly has to be signed by the respective chairman and the secretary. It shall contain the following information: the place and time of the meeting, the person of the chairman and the secretary, the number of members present, the agenda, the individual votes and the manner of voting. In the case of amendments to the statutes, the provision to be amended must be stated..

### **§ 13 Subsequent requests for the agenda**

Each member may apply in writing to the Board of Directors no later than one week before the day of the General Assembly that further matters be subsequently put on the agenda. The chairman of the meeting has to supplement the agenda at the beginning of the general meeting. On the requests for addition to the agenda, the will be made in the General Assembly, the General Assembly decides. To accept the application, a majority of three quarters of the valid votes cast is required. Amendments to the statutes, the dissolution of the association as well as the election and dismissal of members of the executive board can only be decided if the motions have been announced to the members with the agenda..

### **§ 14 Extraordinary membership meetings**

The board can call an extraordinary general meeting at any time. This must be convened if the interest of the association so requires or if the convocation of one-tenth of all members in writing, stating the purpose and reasons required by the Board. For the Extraordinary General Meeting §§ 10, 11, 12 and 13 apply accordingly.

### **§ 15 Dissolution of the association**

- § 15 Nr. 1 The dissolution of the association can only be decided in a general meeting with the majority of votes laid down in § 12. Unless the General Assembly decides otherwise, the 1st Chairman and the
2. Chairpersons jointly authorized liquidators. The above provisions apply accordingly in the event that the association is dissolved for another reason or loses its legal capacity.

- § 15 Nr. 2 Upon dissolution of the association, the assets of the association fall to a legal entity under public law

The above statutes were adopted in the founding meeting (general assembly).

Düsseldorf the 31.12.2018

**sieben Unterschriften**