

Verbindlich ist allein der amtlich veröffentlichte Text! – Only the officially published original German text is binding.

**FREUNDE DER TUM E.V.
MÜNCHEN (TUM Association of Alumni and Friends)**

FOUNDED 1922

VR 2206

STATUTE

VERSION DATED 10 DECEMBER 2021

The contents of the following statute refer equally to both women and men. For reasons of readability, the masculine form is used for all references to persons. The feminine form is always covered by this. [Applies to German version.] One exception is content that expressly refers to women.

§1 Name, office, and purpose

- (1) The association operates under the name “Freunde der TUM e. V.”.
- (2) It is based in Munich and is entered in the register of associations at the Munich district court.
- (3) The purpose of the association is promoting science and research. The association supports and promotes the Technical University of Munich (TUM) in terms of ideas and in material form.
- (4) The association also works as a funding body within the meaning of § 58(1) of the German Fiscal Code (Abgabenordnung - AO). It obtains financial means and passes them on to TUM (and other tax-advantaged bodies) specifically for the funding of academic causes as well as the funding of education or art and culture.

§2 Institutions and Events

The association fulfills its statute objectives, for example, through:

- a) Academic, art, and social events
- b) Support for academic and art events staged by TUM
- c) Support for guest lectures and series of lectures
- d) Collection and provision of funds for research and teaching at TUM, for example, also for measures
 - to promote talent and studies
 - for international orientation of research and teaching at TUM
 - to fund international cooperation in institutions of higher education and exchanges
- e) Maintaining contact between graduates and TUM
- f) Awarding prizes for outstanding academic achievements
- g) Funding of measures and facilities at TUM (or of charitable organizations or public organizations/institutes) that help academics, staff, and students at TUM combine work and family (e.g. TUM child care facilities).

§3 Raising of Funds

The association funds are raised through membership fees, individual donations, and other kinds of revenue.

§4 Fulfillment of the Statutory Objective

- (1) The association exclusively and directly pursues charitable objectives within the meaning of the section “Tax-privileged purposes” of the German Fiscal Code. The association acts selflessly; it does not primarily pursue its own economic purposes. The association funds may only be used for statutory objectives.
- (2) The members of the association do not receive any payments from the association funds.
- (3) The members of the association do not receive any payments from the association assets upon leaving the association or upon dissolution or abolition of the association.
- (4) No person may benefit from expenses that are alien to the purpose of the association or from disproportionately high remuneration.

§5 Attaining and Ending the Membership

- (1) Natural persons, legal persons, as well as (partly) legal groups of persons and companies can become members of the association.
- (2) Membership is attained through a written declaration of enrollment and its acceptance by the board in written form.
- (3) The membership ends upon death, resignation, expulsion, or removal from the member list.
 - a) Resignation is possible only at the end of a business year and has to be declared in writing to the board at the latest 4 weeks before the end of the current business year.
 - b) A member can be excluded from the association for an important reason following a decision by the board. An important reason exists in particular when the member has grossly violated the association interests.

Before the decision, the member shall be given an opportunity to respond, the TUM University Council is to be consulted. The exclusion decision requires reasons. The member can lodge a complaint about the exclusion decision in writing to the TUM University Council. The TUM University Council will decide upon the complaint. The complaint period is one month from receipt of the exclusion decision.
 - c) A member can be removed from the member list if they are 2 annual fees in arrears with their payments. The removal from the member list follows a decision by the board.
- (4) Individuals who have rendered outstanding service to the association may be appointed honorary members by the members’ meeting.

§6 Membership Fee

- (1) The minimum amount of the annual fee is set in a decision by the members' meeting. The fee amount can be set differently according to member groups as long as this is justified in objective terms. In view of the association objective, the members are asked to raise the membership fee appropriately according to their personal ability.
- (2) The membership fee is to be paid within the first three months of each business year, i.e. at the latest by 31 December of each year without a specific request.

§7 Governing Bodies

The governing bodies of the association are

- a) The board
- b) The TUM University Council
- c) The members' meeting

Committees can be formed by the board and the TUM University Council.

§8 The Board

- (1) The board is made up of the chairperson, the deputy chairperson, the secretary, and the treasurer.
- (2) The association is represented by the chairperson judicially and extra-judicially.
- (3) The chairperson, the secretary, and the treasurer are elected by the TUM University Council. The board members to be elected must be members of the association, they may not be employees of TUM. The deputy chairman is the respective incumbent TUM President.
- (4) The chairman, the secretary, and the treasurer are elected for a period of three years. However, they remain in office up to the new election by the TUM University Council. Reelection is permitted.
- (5) The board may itself elect substitutes for members who leave the board prematurely. The period of office for substitute persons runs up to the election of a new board member by the TUM University Council.
- (6) Persons who have distinguished themselves by special merits as chairperson of the board over several years of activity can be awarded the title "Honorary Chairperson" by resolution of the members' meeting.

§9 Tasks of the Board

The board shall conduct the business of the association, and in particular shall be responsible for the administration and use of the funds of the association; in so doing, it shall adhere to the guidelines set by the TUM University Council insofar as the assets of the association will be affected. The board shall report on the past fiscal year to the annual members' meeting and present the audited annual financial statements.

Furthermore, the board is responsible for all association affairs that are not assigned to another association body through the statute.

§10 Management of the Board

- (1) The chairperson, or in their absence the vice-chairperson, shall conduct the day-to-day business of the board. The (vice) chairperson is bound by the majority decisions of the board.
- (2) The chairperson shall convene meetings of the board as necessary. Upon written request of at least two members of the board, the chairperson is obliged to convene the board for a meeting.
The board meeting is held in the form of a face-to-face meeting, as a video conference, or as a combined online and face-to-face meeting at the chairperson's discretion. The meeting shall be called in writing subject to a notice period of three weeks. The chairperson decides on the details of the proceedings.
The board has a quorum if its members were convened in an orderly fashion and at least two members participate in the meeting in person or online. The board passes resolutions by simple majority. In the event of a tie, the chairperson of the board shall have the casting vote; if they are unable to do so, the vice-chairperson shall have the casting vote. Minutes are taken of the resolutions. The minutes should contain the place and time of the board meeting, the names of the participants and the result of the vote.
- (3) The board may also adopt resolutions by email or in writing without holding a board meeting if no board member objects to this procedure.
- (4) If certain contents of the statute stand in the way of the entry in the register of associations or recognition of the non-profit status by the tax office, the board shall be entitled to make appropriate amendments independently.
- (5) In order to issue declarations of intent through which the association does not merely obtain a legal advantage, the chairperson must have the document countersigned by the vice-chairman, the secretary, or the treasurer.

§11 The TUM University Council

- (1) The TUM University Council consists of the board and eight trustees elected by the members' meeting; up to four persons can co-opt. The chairperson of the board is simultaneously the chairperson of the TUM University Council. As vice-chairperson of the board, the incumbent President of TUM is simultaneously the vice-chairperson of the TUM University Council.
- (2) In addition to the incumbent president up to two other TUM employees can be members of the TUM University Council.
- (3) The members of the TUM University Council are chosen in an election by the members' meeting and appointed for a period of three years. They remain in office, however, until the new election is held at the members' meeting. The board has a right of nomination. Election for a shorter period of office is permitted. Reelection is permitted. Notwithstanding this provision, the term of office of TUM employees shall end upon their departure from TUM or upon gaining emeritus status or upon retirement.
- (4) The chairperson of the board can appoint substitute persons for members of the TUM University Council who leave prematurely. The period of office for substitute persons runs up to the election of a new member of the TUM University Council by the members' meeting.
- (5) The co-opted trustees are nominated for a period of three years by the TUM University Council. However, they remain in office only up to the TUM University Council meeting following the end of the period in office.

§12 Tasks of TUM University Council

The TUM University Council is responsible for

1. Selection of board members in accordance with § 8
2. Defining the general guidelines for the association
3. Advising the board and defining general guidelines for the development of the association
4. Decisions on complaints by members concerning their exclusion

§13 Convening and Resolutions of the TUM University Council

- (1) The TUM University Council is convened by the chairperson as necessary.
- (2) Upon written request by at least three members of the TUM University Council, the chairperson is obliged to call a meeting.
The TUM University Council meeting is held as a face-to-face meeting, as a video conference, or as a combined online and face-to-face meeting at the chairperson's discretion. The meeting shall be called in writing subject to a notice period of three weeks. The chairperson decides on the details of the proceedings.
The TUM University Council has a quorum if its members were convened in an orderly fashion and at least four members participate in the meeting in person or online.
- (3) The TUM University Council may adopt resolutions by email or in writing without holding a TUM University Council meeting if no council member objects to this procedure.
- (4) Resolutions passed by the TUM University Council shall be adopted by a simple majority of the votes cast. In the event of a tie, the chairperson shall have the casting vote; if the chairperson is unable to do so, the vice-chairperson shall have the casting vote. In the event of a tie in the election of the chairperson, the vice-chairperson shall decide.

§14 The Members' Meeting

- (1) The regular members' meeting should be staged within six months after the end of each business year.
- (2) The board can call an extraordinary members' meeting. An extraordinary members' meeting should be called if at least one tenth of the members request it from the chairperson of the TUM University Council.
- (3) The members are to be invited at the latest three weeks before the members' meeting via the contact details the member most recently provided to the board by email or letter with notification of the agenda. The sending of the email or letter respectively suffices for correct invitation. The method of sending is decided upon by the board according to reasonable discretion.
- (4) The members' meeting is held either as a face-to-face members' meeting, as an online video conference, or as a combined online and face-to-face members' meeting in which members who cannot attend can take part online. The type of members' meeting is decided upon by the board according to reasonable discretion. The virtual participation takes place via a platform that is accessible only for members. Members need to log in with their data and a separate password.
The password is always only valid for one virtual members' meeting. Members shall receive the required login data via a separate email or letter. It is sufficient to send this data one week before the meeting at the latest. The members are obliged to keep the login data secret – disclosure to third parties is not permitted.
The board is empowered to ensure that members may also cast their vote without participating in the members' meeting, in writing or via

- email (vote-by-mail). The board decides on the details of the proceedings that they will announce upon calling the members' meeting.
- (5) The members' meeting shall be chaired by the board chairperson or, if they are unable to attend, another member of the board to be nominated by the board.
 - (6) Each member has one vote. Voting by proxy is not permitted. Only the items announced in the invitation shall be subject to resolution by the members' meeting.

§15 Tasks of the Members' Meeting

The members' meeting is responsible for

1. Acceptance of the annual report and the annual financial statements
2. Discharge of the board
3. Discharge of the TUM University Council
4. Electing the members of the TUM University Council
5. Selecting the auditor for the annual financial statement and the deputy auditor
6. Amending the statute
7. Resolution on the Dissolution of the Association
8. Resolution on the appointment of honorary members and honorary chairpersons

§16 Resolutions of the Members' Meeting

- (1) Resolutions of the members' meeting concerning amendments to the statute and dissolution of the association shall be adopted upon a three-quarters majority of the votes cast, other resolutions by a simple majority of the votes cast. Abstentions are treated like votes not cast. If the vote is tied, the chairman decides. In the case of elections, the deciding vote shall be cast by lot.
- (2) Minutes shall be taken of the resolutions and shall be signed by the chairperson of the members' meeting and by the secretary, or, if they are prevented from doing so, by another member of the board.

§17 Adoption of Resolutions outside the Members' Meeting/Postal Vote

- (1) The board is entitled to bring about a resolution/election of the members of the TUM University Council without a members' meeting by means of a members vote in written form.
- (2) The items about which a resolution is to be adopted shall be notified to the members via the contact details the member most recently provided to the board by email or simple letter with the voting documents (ballots) being sent at the same time. The sending of the email or letter respectively suffices for correct announcement. The method of sending is decided upon by the board according to reasonable discretion. The announcement shall state the time by which the votes must be received from the members at the latest. The time between the announcement of the resolution points and the time by which the member votes need to be received is at least three weeks. Each member has one vote per resolution point/ballot. The board chairperson decides on the details of the proceedings.
- (3) Resolutions adopted in this way shall be valid if all members have been involved by notification of the resolution points and the resolutions have been adopted with the majority of votes cast as required according to § 16.
- (4) Minutes shall be taken of the vote count results and shall be signed by two members of the board. The members shall be informed of the voting results in writing.

§18 Dissolution

In the event of the dissolution or abolition of the association or in the event of the discontinuation of its previous tax-privileged purpose, the entire assets of the association shall be transferred to TUM under the condition that the assets received shall be used exclusively and directly for charitable purposes within the meaning of § 1(3) of the Statute.

§19 Business Year

The business year begins on 1 October and ends on 30 September.