

## Statutes

### "Dachverband Europäischer Dokumentarfilm eV. / Documentary Association of Europe"

#### § 1 Name, Seat, Business Year

(1) The association shall bear the name "Dachverband Europäischer Dokumentarfilm e.V. / Documentary Association of Europe" and shall be entered in the register of associations, after which it shall bear the suffix "e.V."

(2) Its seat is in Berlin.

(3) The business year is the calendar year.

#### § 2 Purpose of the Association

(1) The association is a professional association. The purpose of the association is the promotion of art and culture as well as the international spirit, tolerance in all fields of culture and the idea of international understanding.

(2) In its professional activities, it pursues in particular the goal of networking, supporting and maintaining the documentary film industry in Germany and the European countries. To this end, it also promotes the cooperation of those active in the European documentary film scene and the exchange of experience in the content-related and technical areas of documentary film. The aim is to strengthen the role of documentary film in all formats and to contribute to professionalisation and good working conditions in the industry. Furthermore, the documentary film is to be protected and maintained as an important form of expression for diversity, cultural understanding and further education in Europe. The association sees itself as an umbrella organisation of the European documentary film industry and networks the European documentary film industry with each other and with international partners, supports filmmakers with training offerings and scholarships and compiles important information and educational offerings. In addition to raising funds, the association shall organise public events to present its work and to promote the care and support of its members.

(3) The association is politically and denominationally neutral.

(4) The association is not geared towards commercial business operations. The funds of the association may only be used for the statutory purposes. If members wish to be supported within the framework of general support programmes of the association or

participate in (prize) competitions of the association, general support and participation conditions apply. Otherwise, members shall not receive any benefits from the Association's funds. Members of the association may receive remuneration for their association-related activities. This also applies to members of the board.

(5) The association may not favour any person by expenses that are alien to the purpose of the association or by disproportionately high remuneration.

(6) In the event of the dissolution of the association, the remaining assets of the association shall pass to a tax-privileged corporation which shall use them exclusively and directly for the promotion of art and culture in the field of documentary film.

### **§ 3 Acquisition of membership**

(1) The association has ordinary members (hereinafter: members) and supporting members.

Any natural or legal person who is willing to sustainably promote the aims and statutory purposes and has a professional or vocational connection to the documentary film industry may become a member of the association. Any natural or legal person who is prepared to promote the aims and statutory purposes of the association may become a supporting member. The application for membership must be sent in written form to the board. There is no entitlement to admission. With the application, the applicant recognises the statutes in the event of their acceptance.

(2) The board shall decide on admission by resolution. Membership commences with the admission decision.

(3) Members of the board can only be members of the association.

### **§ 4 Termination of membership**

(1) Membership ends with resignation, exclusion from the association, death of the member or loss of legal capacity.

(2) Resignation shall be declared to the board in written form. Resignation is permissible with a notice period of one month to the end of each calendar year. In order to comply with the notice period, the notice of resignation must be received by a member of the Board in due time.

(3) Expulsion by the board is also possible with immediate effect, in particular if a 2

member has seriously violated the objectives and interests of the association and the purposes of the statutes. Reasons must be given for the expulsion. Before the decision is made, the member must be given the opportunity to make a statement to the board. An appeal against the expulsion decision may be made to the next ordinary general meeting within a period of one month after notification of the decision, which shall take the final decision.

(4) An exclusion by resolution of the board is also permissible if a member is more than six months in arrears with the payment of its subscription and has not paid the arrears in full within one month of the reminder being sent, even after a reminder has been sent in text form. The reminder must refer to the possibility of exclusion. The reminder can also be sent before the 6 months have expired.

### **§ 5 Membership fees**

(1) Contributions shall be levied on members and supporting members. The amount of the fees shall be determined by the general assembly. Members are obliged to pay their fees punctually and not to act against the interests of the association.

(2) The members of the board and the advisory board as well as the directors are exempt from the obligation to pay fees.

## **§ 6 Organs of the Association**

Organs of the association are

- the General Assembly
- the Board of Directors
- the Board
- and the Advisory Board.

## **§ 7 General Assembly Meetings**

(1) The general assembly is the highest body of the association. It shall be convened at least once per calendar year as an ordinary general assembly.

(2) An extraordinary general assembly of members shall be convened if the board deems it appropriate or if requested in writing by one tenth of all members, stating the purpose and the reasons to the board.

(3) The general assembly shall be convened by the board in written form (e.g. e-mail,

letter or fax) with at least three weeks' notice. The period begins with the dispatch of the invitation to the last known address of the member. The invitation to the meeting must indicate the agenda planned for the meeting. Each member may request the board in written form to add other matters to the agenda no later than one week before the date of the general assembly. The chairperson of the meeting shall add them to the agenda at the beginning of the general meeting.

(4) In the case of face-to-face meetings, general meetings shall regularly be held at the registered office of the association. The location of the general assembly may also be at other locations and also in other European countries, if this is expected to result in a greater number of members attending the assembly or in a cheaper journey of members to the assembly (for example, because events on European or international documentary film are taking place at the same time at the place of the assembly).

(5) The general assembly may be held as a face-to-face meeting or as a virtual general assembly. In the case of a face-to-face meeting, the participants of the general meeting shall be present at the place specified in the invitation. In the case of a virtual general meeting, the participants dial into a video or telephone conference. A combination of a face-to-face meeting and a virtual general meeting is permissible by giving members the opportunity to participate in the face-to-face meeting by means of a video or telephone conference. The board decides on the form of the general assembly and communicates it in the invitation to the general assembly. If the board invites members to a virtual general assembly, it shall inform the members by e-mail of the dial-in data for the video or telephone conference no later than 12 hours before the general assembly begins.

(6) The general assembly shall decide in particular on:

- (a) the election of the board
- (b) motions of the board and the members
- (c) the dismissal of members of the board with a three-quarters majority of the members present and entitled to vote,
- (d) Receipt of the annual reports, accounts and cash reports
- (e) Discharge of the board

- (l) Adoption of the scale of membership fees, which is not part of the statutes
- (g) Adoption of rules for the awarding of scholarships
- (h) Adoption of resolutions on amendments to the statutes
- (i) Adoption of a resolution on the dissolution of the association.

(7) The general assembly shall constitute a quorum if at least one quarter (25%) of the ordinary members participate in the general assembly. If there is no quorum, the board may convene a new general assembly with two weeks' notice and the same agenda. This meeting is always quorate regardless of the number of members present. This particularity shall be pointed out in the invitation. Minutes shall be kept of the resolutions, including the results of the voting and the conduct of the voting, and of the main proceedings. They must be signed by a member of the board or by the keeper of the minutes appointed by the general assembly and subsequently archived. Every member is entitled to inspect the minutes. The General Assembly shall pass its resolutions by a simple majority of the members present and entitled to vote, unless the statutes or - subordinately - the law provides otherwise in individual cases. In the event of a tie, a motion shall be deemed rejected. Invalid votes and abstentions shall not be counted.

(8) Each member shall have one vote. Members who are unable to attend may give a written proxy to another member to vote in accordance with his or her instructions, which proxy shall be presented to and remain with the board. The proxy shall be given separately for each general meeting. However, a member may not represent more than three votes cast by others. Supporting members shall not have the right to vote at the general meeting.

(9) Resolutions may also be passed by video telephony or in written form with the consent of all members, provided that all members declare their consent to this form of passing resolutions. Participation in the passing of a resolution shall be deemed to be consent.

(10) Resolutions (including elections) may also be passed in text form outside meetings without the need for separate approval by the members. The Board shall send the text of the resolution to be voted on to all voting members of the Association. The text shall be sent to the email address or postal address last communicated to the Association by the member. The vote of the respective member shall be transmitted to the Board within a period of six weeks after the date of dispatch of the invitation to vote. Both the transmission of the subject matter of the resolution by the Board and the member's vote must be in text form. Resolutions passed in this way shall only be effective if at least 25% of the members participate in the vote. The same majority requirements apply to the resolution as to resolutions passed in meetings. The votes cast shall be decisive in determining the required majority. The result of the vote shall be communicated immediately by the board to all members of the Association in text form or on the website.

(11) Voting on resolutions in face-to-face meetings shall take place by show of hands. At the request of at least 1/3 of those present, voting shall be in text form and by secret ballot.

## **§ 8 The Board**

(1) The board of the association shall consist of at least two, but not more than five persons. Only members of the association may become members of the board.

(2) The association shall be represented in and out of court by two members of the board acting jointly.

(3) The board is elected by the general assembly for a period of three years. Re-election is possible without limitation. After the expiry of their term of office, the members of the board shall remain in office until their successors have been elected. If a member of the board resigns during the term of office, the board shall elect a substitute member for the remaining term of office of the resigning member.

(4) The board shall deal with the day-to-day affairs of the association, unless they are assigned to another organ of the association by the statutes. In particular, it is responsible for the management of current business, the preparation and convening of the general assembly of members as well as the preparation of the agenda and the execution of the general assembly of members. Furthermore, the tasks of the board include the administration of the association's assets and the passing of resolutions on the admission and exclusion of members.

(5) The board may appoint a management for the day-to-day administration. In addition, the board may establish and dissolve committees to support the work of the association.

(6) The meetings of the board shall take place as required as face-to-face meetings, by video, telephone or in a mixed form, but at least twice a year. The board meetings shall constitute a quorum if at least two members of the board participate. The board shall pass its resolutions by simple majority, § 8 paragraph 6 shall apply accordingly. Resolutions may also be passed by telephone or in written form, provided that all members of the board participate without objecting to this procedure. Board members who are unable to attend may give written proxy to another board member to vote in accordance with his or her instructions. If the quorum is not reached, the chairperson or his/her deputy must convene a second meeting with the same agenda within two weeks. All resolutions passed shall be recorded in writing and signed by a member of the board and subsequently forwarded to the entire board.

(7) The board may adopt rules of procedure for the fulfilment of its tasks.

(8) The members of the board and the management may receive remuneration for their Association-related activities. The board shall decide on the amount of the remuneration. The board member concerned is not entitled to vote on this decision. In addition, necessary and reasonable expenses shall be reimbursed upon presentation of appropriate proof.

## **§ 9 Advisory board**

(1) The association may establish an advisory board. The advisory board shall consist of at least three and up to five persons. Only members of the association may become members of the advisory board. The members of the advisory board shall be elected by the general assembly for a period of three years, but shall remain in office until new elections to the advisory board are held. Re-election is possible. Each member of the advisory board shall be elected individually. Members of the board cannot be members of the advisory board at the same time. § Article 9 paragraph 3 sentence 4 applies accordingly.

(2) The advisory board has the task of advising the board on important association matters, promotes contact with association members outside the association's headquarters and makes proposals to the board for the management of the association.

(3) A meeting of the advisory board shall take place at least twice a year. The advisory board shall be convened by the board in text form and with a notice period of at least two weeks. The board

shall take into account the places of residence or work of the members of the advisory board with regard to the place of the meeting of the advisory board. The advisory board must be convened if at least two members of the advisory board request the board to convene a meeting in writing. If the request is not complied with within a period of two weeks, the members of the advisory board who requested the convocation are entitled to convene the advisory board themselves.

(4) In the meetings of the advisory board, all members of the board shall have the right to participate and speak, but no right to vote. The members of the board shall be informed of the meetings of the advisory board. The board shall endeavour to ensure that the ordinary meetings of the board are combined in time and place with the ordinary meetings of the advisory board. However, the members of the advisory board shall not have the right to be present at the meetings of the board, unless the board expressly decides otherwise.

(5) The advisory board shall decide by simple majority, § 9, section 6, sentences 3 to 5 shall apply accordingly.

## **§ 12 Dissolution of the Association**

(1) The association may be dissolved by resolution of the general assembly with a majority of at least three quarters of all members. The liquidation shall be carried out by the board.

(2) In the event of the dissolution of the association § 2 paragraph 6 shall apply.

## **§ 13 Entry into force**

The statutes were adopted at the general assembly on 27.01.2021 in Berlin, Germany.