

Charter

§ 1

Name, Seat, Objective

1. The name of the association is "Lebensmittelinstitut KIN e.V.". The seat of the association is Neumünster.
2. The objectives of the association are the advancement of science, research and education. These goals are pursued exclusively and directly in accordance with the section of the tax law "tax-supported-programs". The objectives of the statute are realized through:
 - a) Development and applied research in the area of food and technology
 - b) Improvements of quality and stability in food
 - c) Improvements resp. development of machinery- and production lines for the processing of food
 - d) Continued education in the field of food processing
 - e) Accredited training and advanced education
 - f) Consultation for members and non-members
 - g) At intervals the association publishes progress reports and research results.

§ 2

The association is a non-profit organization and does not pursue, primarily self-serving goals. All funds are subject to statutory appropriations. Members receive no allowances from the institute fund.

§ 3

No person is to be treated with preference through misappropriation of funds or inordinately high recompenses.

§ 4

Fiscal year, Place of performance, Jurisdiction

1. The fiscal year of the association begins on the 1st of January and ends on the 31st of December of each calendar year.
2. Place of performance and jurisdiction for the legal concerns of the association versus its members is the seat of the association.

§ 5

Subscription of membership

1. As members qualify:
 - a) natural persons (scientists, lecturers, consultants)
 - b) artificial persons (e.g. member firms)
 - c) business corporations (e.g. member firms)
2. To obtain membership a written application must be submitted to the board. A simple majority vote is required for acceptance..

§ 6

Loss of membership

1. Membership expires upon resignation, death, expulsion from membership or liquidation of the company. A resignation must be submitted to the board by registered mail, 6 months prior to the end of the next calendar year.
2. Expulsion ensues upon the following:
 - a) If a member is delinquent in the payment of membership fees by more than six months, and after a reminder, stating a deadline, has been sent. Upon receipt of reminder, the voting right is revoked.

b) Upon gross neglect of statutory obligations.

- c) Upon gross violation of the interests of the association. An expulsion requires a 2/3 majority vote on the resolution by the board. Prior to expulsion the member is granted an opportunity for comment. The member is informed about the expulsion in writing. Expulsion does not release the member from its financial obligations against the association, such as membership fees up to the time of membership termination, and others.

§ 7

Fees, Budget, Accounting

1. Members of the association must pay annual fees, which are set by the General Meeting.
2. The board sets up an annual budget for the following fiscal year.
3. It is the board's obligation to have an annual report prepared for the previous year, by economic- and tax consultants, and to present the report to the General Meeting.

§ 8

The general meeting

1. The highest authority of the association is the General Meeting.
2. A regular meeting (annual meeting) takes place once a year.
3. The General Meeting is called by the board. It is done by a circular at least three weeks in advance.
4. Together with the invitation, the agenda must be sent.
5. The General Meeting constitutes a quorum regardless of the number of members attending. The meeting is conducted by the board.
6. Each member has one vote in the General Meeting. Absent members can transfer their vote to another member with a written authorization. No member may have more than 5 proxies.
7. A simple majority is required for votes and resolutions. In the case of a tie, the proposal is rejected. Changes to the charter require 3/4 majority vote.
8. Proposals which are not listed on the agenda, can be voted upon only, if the proposals were submitted in writing to the board not less than 8 days prior to the General Meeting. Later proposals can be dealt with only, if their urgency has been demonstrated. This will happen if the General Meeting decides with a 2/3 majority vote, to include the proposal as an urgent matter in the agenda. A request for a charter amendment is not considered an urgent matter.
9. The board records the proceedings of the General Meeting.
10. A special General Meeting must be scheduled 4 weeks in advance, accompanied by the agenda, if
 - a) the board requests such a meeting or
 - b) if at least 1/4 of the membership requests such a meeting in writing.

§ 9

The Board

1. In accordance with § 26 BGB, the board consists of three members, who selects one of them as chairman. Always 2 board members are authorized to jointly represent the association.
2. The board represents the association in external affairs.

§ 9

The Board

1. In accordance with § 26 BGB, the board consists of three members, who selects one of them as chairman.
Always 2 board members are authorized to jointly represent the association.
2. The board represents the association in external affairs.
3. Board meetings are conducted by the chairman of the board.
The board meets whenever two members request it. The board constitutes a quorum if 2 members are present. The chairman schedules the board meetings 14 days in advance. A detained board member can be represented by another board member through written authorization. Upon the leaving of one board member, the entire board is authorized to commission a new member to serve until the next election. Other commissions are not permissible.
4. One of the board's major functions is to designate the institute administrator. The board may also appoint members to the various committees in an advisory capacity, and for a limited time, maximal for the duration of the board's commission.
5. The board is installed for three years, reelection is permissible.
The board always serves until the new board is installed.

§ 10

Dissolution of the association

A valid resolution to dissolve the association requires a 3/4 majority vote of all the voting members (incl. proxies).

§ 11

In case of dissolution or abolition of the association, or in case the current objectives become no longer necessary, the funds of the association are turned over to a body corporate or another tax-supported organisation for the purpose of advancement in science, research and education. The liquidator determines the beneficiary. The revenue service has to be consulted on the eligibility of the beneficiary.

§ 12

The association is dissolved according to the legal guidelines. The chairman of the board is the primary liquidator, unless otherwise stipulated by the General Meeting.
The above charter was adopted by the General Meeting on November 20th 1996 and is effective as of date, replacing the former charter (last amendment November 11th, 1981).

Neumünster, November 20th, 1996

KIN Board

T. Buckenberger, G. Wolf, H. Biewener