

# ASSOCIATION STATUTES

FoodForestNetwork e.V., non-profit association for climate and environmental protection, education and development cooperation

## § 1 NAME, REGISTERED OFFICE, FINANCIAL YEAR

### 1.1

The association bears the name 'FoodForestNetwork e.V.' – hereinafter referred to as 'the association'. The association is based in Berlin and is registered at the Charlottenburg District Court. The financial year corresponds to the calendar year.

## § 2 PURPOSE, OBJECTIVES AND VALUES OF THE ASSOCIATION, USE OF FUNDS

### 2.1

FoodForestNetwork e.V. carries out national and international projects in the areas of

- education,
- environmental protection and nature conservation, and
- ecological, social and economic sustainability.

In accordance with the German Tax Code, FoodForestNetwork e.V. is committed to

- promoting development cooperation,
- promoting nature conservation and landscape management in accordance with the
- Federal Nature Conservation Act and the nature conservation laws of the federal states,
- environmental protection, including climate protection, coastal protection and flood protection
- education and vocational training.

### 2.2

In particular, the association is committed to:

- Education: We promote education, because it is the cornerstone of emancipation, self-determined life and career prospects. The association sees itself as a multiplier of knowledge and can cooperate with other multipliers such as educational institutions or other projects. In order to promote the
- association's goals, FoodForestNetwork e.V. is also committed to providing further training for its own
- members.
- Ecological, social and economic sustainability: The ruthless exploitation of natural resources, climate change and the associated deterioration in the living conditions of our own and, above all,
- future generations are the global challenges of our time. In our projects, we illustrate various options and measures for a resource-conserving and sustainable way of life.
- Environmental and climate protection: we promote regenerative, constructive agriculture and
- forestry and, in particular, the development and dissemination of complex agroforestry systems. These are highly productive food sources, permanently store carbon dioxide in the soil through humus formation and increase biodiversity.
- These goals are achieved in Germany and abroad through (examples, not exhaustive):

- Promotion of sustainable lifestyles through the promotion and implementation of renewable energies, circular economy and resource conservation,
- Promotion of regenerative, constructive agriculture, primarily through the promotion, establishment and operation of complex agroforestry systems (in particular biodiversity-promoting syntropic agroforests and food forests)
- Dissemination of permaculture methods and content
- Knowledge collection and transfer
- Networking of exemplary projects

With regard to development cooperation abroad, we also

- provide information and demonstrations on the cultivation, processing and application of medicinal plants
- demonstrate technologically adapted facilities such as dry separation toilets, solar irrigation systems, waste incinerators
- promote vocational training
- organise and implement project stays for association members as well as for interested interns or students who would like to work or conduct research on a relevant topic within the association's sphere of activity the association's sphere of activity on a relevant topic.

Knowledge and cultural exchange on an equal footing promotes tolerance between North and South. In future, this exchange should be made possible in both directions, so that people from the South also have the opportunity to get to know FoodForestNetwork e.V. and its projects in Germany.

The association can promote and operate pilot projects and special-purpose enterprises in Germany and abroad (e.g. forest gardens, tree nurseries, etc.). Projects can be planned and developed in cooperation with national and international partners and operated in accordance with non-profit criteria.

FoodForestNetwork e.V. demonstrates solutions, disseminates knowledge and designs ecosystems.

The association operates in the spirit of the permaculture guiding principle 'Earth Care, People Care, Fair Share' and is guided by scientific evidence and the sustainability goals of the United Nations. We are committed to cosmopolitanism, enjoying exchanges with other cultures and appreciating them, as well as respecting nature and preserving its ecosystems. We reject any form of racist, sexist or otherwise discriminatory statements and behaviour. Although ideologically open, the association is firmly opposed to the appropriation of ecological agriculture by right-wing nationalist groups.

### **2.3.**

The association pursues exclusively and directly charitable purposes within the meaning of the section 'tax-privileged purposes' of the German Tax Code 1977 (§§51 ff. AO) in its currently valid version. It acts selflessly and does not primarily pursue its own economic goals.

### **2.4.**

The association may also procure funds for other projects, tax-privileged corporations or corporations under public law, provided that they are used exclusively for the above-mentioned purposes, and pass these on to them, as well as participate in tax-privileged corporations or become members thereof. Conversely, it may also act on behalf of such entities, NGOs, foundations, etc. and carry out projects in accordance with the association's purpose.

The association's funds may only be used for purposes in accordance with the association's purpose. This also includes expenses for training purposes, the assumption of reasonable travel expenses and the payment of reasonable fees.

### **2.5.**

The association's funds may only be used for the purposes set out in the statutes. This also includes expenses for training purposes, the payment of reasonable travel expenses and expense allowances for its members. No person may be favoured by expenses that are not related to the purpose of the association or by disproportionately high remuneration.

The entire Executive committee carries out its work on a voluntary basis, but is entitled to the lump sum for voluntary work in the amount specified in § 3 No. 26a of the German Income Tax Act (Einkommensteuergesetz, EstG). For work beyond the scope of their duties on the Executive committee, the members of the Executive committee may receive appropriate remuneration. The nature and scope of the work and the amount of remuneration shall be determined by an employment contract. The General Meeting authorises a member of the Executive committee and a deputy of the General Meeting to conclude the respective contract with the member of the Executive committee concerned.

As such, members of the association do not receive any payments from the association's funds, but are entitled to reimbursement of expenses and may also be entitled to remuneration for their work for the association if this has been approved in advance by a member of the extended board in writing. Members shall not receive any share of the association's assets upon their resignation or upon dissolution or termination of the association.

### **2.6.**

The decision to sell a property owned by the association must be made unanimously by the Executive committee and by a majority vote of the General Meeting. In the event of a sale, other public-interest-oriented land owners shall first be offered the opportunity to purchase the property on the same or significantly better terms than other interested parties. Public-interest-oriented land owners are defined as any legal entity that acquires land for the purpose of ecological management on a permanent basis, makes it available to an agricultural enterprise on joint and several terms conditions and excludes the distribution of any capital gains to shareholders in accordance with the statutes. Solidarity conditions are met in the case of a lease agreement with a minimum term of 12 years at no more than the customary local rent.

## **§ 3 MEMBERSHIP**

### **3.1.**

Any natural or legal person may become a member of the association.

### **3.2.**

The association consists of active members, supporting members and honorary members.

Any natural person who actively participates in the association or in a project promoted by it may become an active member. They have active and passive voting rights as well as the right to submit motions, vote and speak at general meetings. If an active member has not been active in the association for more than two years, they will be classified as a supporting member in future with the approval of the next general meeting.

Any natural or legal person who wishes to support the association's objectives ideologically and materially may become a supporting member. Supporting members have the right to speak and submit motions at meetings, but no right to vote or stand for election.☒

Natural persons and legal entities who have rendered outstanding services to the association may be appointed as honorary members.

The executive committee shall decide on this upon application by a member of the association. Honorary members are exempt from paying membership fees; they have the same rights as supporting members.

**3.3.**

Membership must be applied for in writing to the executive committee and is subject to acceptance of the statutes. The executive committee decides on the application for membership by a simple majority of votes. The executive committee is not obliged to inform the applicant of the reasons for rejection.

**3.4.**

Membership shall end through voluntary resignation, expulsion, death of the member or loss of legal capacity in the case of legal entities.

**3.5**

Resignation from the association is permitted at any time. It must be declared in writing to the executive committee.

**3.6**

A member may be expelled from the association if their conduct is grossly damaging to the reputation of the association or violates the interests/objectives of the association. The Executive committee shall decide on expulsion by a two-thirds majority. The expelled member may request that the next General Meeting review the expulsion.

**3.7.**

Upon termination of membership, for whatever reason, all claims arising from the membership relationship shall expire. A refund of contributions, donations or other support services is excluded. The association's claim to outstanding contribution payments remains unaffected by this.

**3.8.**

Membership shall end by cancellation if the membership fees have not been paid despite two reminders at intervals of at least two weeks. The second reminder must be sent by post. After a period of two months has elapsed, membership shall automatically end. The period shall commence upon dispatch of the second reminder.

**3.9.**

Members are obliged to notify the association of any change of address and, if applicable, email address.

## **§ 4 MEMBERSHIP FEES**

Members are obliged to pay annual membership fees. The type and amount of the annual membership fees are determined by the currently valid membership fee regulations which is decided by the general meeting.

## **§ 5 ORGANS OF THE ASSOCIATION**

The organs of the association are:

**5.1.**

the general meeting

**5.2.**

the executive committee

## § 6 GENERAL MEETING

### 6.1.

The supreme organ of the association is the general meeting. The general meeting shall decide on fundamental questions and matters concerning the association.

### 6.2.

The general meeting shall have the following tasks in particular:

- To elect the executive committee
- To decide on the statutes, amendments to the statutes and the dissolution of the association
- To receive the annual reports
- To receive the annual reports
- To discharge the executive committee and the treasurer
- To discuss and decide on motions submitted
- To decide on the membership fee regulations
- To decide on the disposal of real estate
- To elect a deputy for the purpose of participating in employment contracts

### 6.3.

The General Meeting shall be convened by the Executive committee at least every two years. It may also be held exclusively in digital form (e.g. via video conference). If held in person, participation via video conference must also be guaranteed. The invitation must be sent in writing or by email at least four weeks in advance, stating the agenda and any motions already submitted. The deadline begins on the day following the dispatch of the invitation letter. In the case of postal delivery, the date of the postmark shall apply. The invitation letter shall be deemed to have been received by the member if it is sent to the last email address/address provided by the member of the association. Objections to the agenda and election proposals, as well as motions submitted by members, must be received by the Executive committee at least two weeks before the General Meeting.

Conversely, members shall be notified of any planned amendments to the Articles of Association or motions submitted by other members one week before the scheduled meeting.

### 6.4.

The executive committee shall convene an extraordinary general meeting without delay and stating the reasons in detail if this is in the interests of the association or if at least 10% of the members request this in writing, stating the purpose and reasons to the executive committee.

### 6.5.

The chairperson of the meeting shall be the first chairperson and, in their absence, the second chairperson. If both are unable to attend, a chairperson shall be elected by the general meeting. The general meeting shall elect a minute-taker for the general meeting.

### 6.6.

The resolutions of the general meeting shall be recorded in minutes and subsequently signed by the chairperson and the minute-taker. The minutes of the general meeting shall be signed by two members of the executive committee and made available to the members in digital form within two weeks. They shall become valid if no objection is raised in writing by a member of the executive committee or the chair of the meeting or at least 10% of the members present within six weeks of the general meeting.

**6.7.**

The association may optionally establish an advisory board. Advisory board members are appointed and dismissed by the executive committee. They are confirmed or rejected by the next general meeting. Advisory board members do not have to be members of the association. Advisory board members advise the executive committee and may act as ambassadors for the association.

## **§ 7 VOTING RIGHTS/QUORUM**

**7.1.**

Each member entitled to vote has one vote. Voting rights are not transferable.

**7.2.**

Every properly convened general meeting is quorate if at least four members entitled to vote are present.

**7.3.**

The general meeting shall pass its resolutions by a simple majority. In the event of a tie, the motion shall be deemed rejected.

**7.4.**

A two-thirds majority of the valid votes cast shall be required for amendments to the statutes.

## **§ 8 EXECUTIVE COMMITTEE**

**8.1**

The executive committee of the association consists of the inner and outer executive committees. The inner executive committee includes the first and second chairpersons. The outer executive committee additionally includes the treasurer. Only association members can be elected to the executive committee.

**8.2.**

The executive committee represents the association in court and out of court in accordance with § 26 BGB (German Civil Code). The first and second chairpersons are authorised to represent the association alone. Business transactions with a value exceeding €5,000 require the joint approval of the first and second chairpersons.

The Executive committee represents the association in and out of court within the meaning of §26 BGB (German Civil Code). The first and second chairpersons are each authorised to represent the association alone.

Business transactions with a value exceeding €5,000 must be decided internally by at least two members of the Executive committee. For certain legal transactions within the scope of the ordinary course of business in the performance of the association's statutory tasks, a member of the extended executive committee may be granted sole power of representation by resolution of the executive committee. The executive committee may issue temporary and limited powers of attorney to association members for parts of its tasks.

**8.3.**

The Executive Committee is elected by the General Meeting for a term of two years. Re-election of Executive Committee members is possible. The chairperson is elected by the General Meeting in a special ballot. The Executive committee members in office at the end of their term of office shall remain in office until their successors are elected.

**8.4.**

The Executive Committee shall decide by a simple majority of votes. The Executive Committee shall constitute a quorum if at least half of its members participate in the vote. In the event of a tie, the motion shall be deemed rejected. Resolutions of the Executive committee shall be recorded in the minutes of the meeting.

**8.5.**

If a member of the extended Executive committee resigns during the association year, the Executive committee shall have the right to appoint a replacement by co-optation until a new election is held by the General Meeting.

**8.6.**

The Executive committee shall be authorised to independently make such amendments to the Articles of Association as the registry court or the tax authorities may require for reasons of association or tax law. Members shall be informed of such amendments at the latest at the following General Meeting.

**8.7.**

The liability of the Executive committee is limited to intent and gross negligence.

**8.8.**

For Executive committee meetings, the agenda for the meeting does not have to be communicated in the invitation. In the case of a written resolution, not all members of the Executive committee need to agree. Resolutions may also be passed by telephone or electronic media.

## **§ 9 DISSOLUTION OF THE ASSOCIATION**

**9.1.**

A majority of 4/5 of the valid votes cast is required to dissolve the association.

**9.2.**

In the event of dissolution or termination of the association or discontinuation of its previous charitable purposes, the association's assets shall fall to a public-law corporation or a corporation recognised as particularly tax-privileged for use in promoting education in accordance with the statutes. The recipient shall be determined by the general meeting at the same time as the resolution to dissolve the association.

**9.3.**

The members of the executive committee who are authorised to represent the association and are in office shall be appointed as liquidators, unless the general meeting decides otherwise in a final resolution.

## MEMBERSHIP FEE REGULATIONS

(valid for new members joining after 01 July 2024, for existing members before this date with lower contribution payments there are no changes)

1.

The membership fee is at least 50 euros per year. Supporting members are encouraged to pay significantly higher amounts.

2.

Active members have the option of paying a reduced membership fee of 25 euros per year.

3.

The membership fee of institutions is determined on a case-by-case basis between the institution and the executive committee.

4.

The Association may take into account the financial situation of its members and grant a discount if this is requested by the member to the treasurer before the due date. The membership fee must be paid by 31 March of each year. When joining the Association after 30 June of a year, only half of the membership fee for that year will be contribution for that year