

# r a s h i d

Research Assessment & Safeguarding of the Heritage of Iraq in Danger

## § 1 Name, Registered Office, Accounting year

(1) The organization shall be known as „rashid international“. It shall be registered with the 'Vereinsregister'. After registration the characters „e.V.“ shall be added to the name of the organization.

(2) The registered office of the organization shall be in Munich, Germany.

(3) The accounting year of the organization shall be the calendar year.

## § 2 Purpose of the organization

(1) The purpose of the organization shall be the promotion of art and culture, § 52 paragraph 2 sentence 1 No. 5 of the Fiscal Code of Germany.

(2) The purpose shall be fulfilled by preserving the cultural heritage of the land of Iraq. A special focus shall be on cultural property as defined by Article 1 of the Hague Convention on the Protection of Cultural Property in Armed Conflict of 14.05.1954. Actions taken shall include

1. Cooperation with Interpol, Europol and national police to prevent illegal trafficking and, if possible, destruction of items mentioned in sentences 1 and 2.
2. Documentation of damage done to items mentioned in sentence 1 and 2, with a view to future restoration and criminal prosecution of the perpetrators,
3. Identification, cataloguing and provision of expert opinions on the origin of items mentioned in sentence 1 and 2, with a view to locating them and preventing their illegal trafficking,
4. Information and appeals, directed to all relevant actors in the Republic of Iraq, to promote respect for national and international laws governing the protection of cultural property,
5. Outreach activities, especially the public provision of information mentioned in Nos. 2, 3, and 4,
6. Lobbying decision makers in governments, parliaments, international organizations and other relevant organizations, with the goal of winning their support for the preservation of the cultural heritage of Iraq,

7. Acquisition of financial and physical assets on behalf of other charitable organizations and government bodies, which must exclusively be used for the purpose stated in paragraph (1) (see § 58 Nos. 1 and 2 of the Fiscal Code of Germany).

### § 3 Public benefit

- (1) The organization exclusively and directly pursues purposes of public benefit as per the Chapter „Tax-privileged purposes“ of the Fiscal Code of Germany.
- (2) The organization labours selflessly; it does not generally pursue purposes for the sake of its own gain.
- (3) Funds of the organization shall only be used for the purposes set out in this Charter. Its members shall not receive any gratuities from funds of the organization.
- (4) No person shall receive gratuities alien to the purpose of the organization or shall benefit from disproportionate compensation.

### § 4 Mitglieder

- (1) Any natural person or legal entity may become a member. A member, upon admission, belongs to one of three categories: regular member, supporting member or honorary member. A transfer between categories is subject to the same rules as a new application.
- (2) An application for membership as a regular or supporting member shall be transmitted in writing to the Board of Directors. The Board of Directors shall decide on admission. Applications on behalf of minors shall be made by their legal guardian.
- (3) An honorary membership may be offered to a person if all members of the Board of Directors concur.
- (4) Membership ends with death, withdrawal or expulsion from the organization.
- (5) Withdrawal shall be declared in writing and received by the Board of Directors.
- (6) A regular or supporting member may, following a hearing, be expelled from the organization by unanimous decision of the Board of Directors if his or her conduct grossly violates the interests of the organization or damages its reputation. An honorary member may, following a hearing, be expelled from the organization by unanimous decision of the Board of Directors if his or her conduct violates the interests of the organization or damages its reputation.
- (7) A regular or supporting membership may be ended by decision of the Board of Directors if membership fees, despite repeated admonitions, are not paid in full.
- (8) Denial of admission and expulsion may be appealed against at a subsequent Assembly of Members.

## § 5 Membership fees

- (1) Regular and supporting members pay a yearly membership fee. Honorary members are exempt.
- (2) The amount shall be set by the Assembly of Members separately for each category of paying members. Fees may differ within a category of members on account of social criteria.

## § 6 Governing bodies of the organization

The Board of Directors and the Assembly of Members are the governing bodies of the organization.

## § 7 Board of Directors

- (1) The Board of Directors shall consist of the President, the Vice-President, the Secretary and the Treasurer.
- (2) The Board of Directors shall be elected by the Assembly of Members by secret ballot for a term of two years. After their term expires, the members of the Board of Directors shall remain in office until a new Board of Directors is elected. Should the President withdraw from the Board of Directors, the Vice-President shall become President. Should both withdraw, the remaining Board of Directors may elect a new President from its remaining members or decide to call a Board election. Should three or more members of the Board of Directors withdraw from office the remaining Board shall call an extraordinary Assembly of Members within six weeks to elect a new Board of Directors. Vacant Board positions may be filled at any Assembly of Members for the duration of the term remaining to the current members of the Board of Directors.
- (3) The term of office of the Board of Directors shall end prematurely if an extraordinary Assembly of Members called for this express purpose elects a new Board of Directors.
- (4) Re-election of Board members is permitted. However, the President may, after two consecutive terms, not stand for the same office until the term after next.
- (5) At least one of the members of the Board of Directors must have their place of residence in Germany.

## § 8 Competence of the Board of Directors

- (1) The Board of Directors is competent in all affairs of the organization not expressly reserved for other governing bodies by this present Charter. It has, inter alia, the following duties:
  - a) Preparation of Assemblies of Members and drafting of the agenda,
  - b) Calling an Assembly of Members,

- c) Execution of the Assembly of Members' decisions,
- d) Managing the organization's assets,
- e) Drafting of yearly reports and financial statements,
- f) Decisions on the admission and expulsion of members,
- g) Decisions on the Board of Directors' rules of procedure.

(2) The Board of Directors may, by decision, appoint agents and form commissions to assist the organization in its work. Non-members are eligible. Their competencies, rights, duties and duration of appointment shall be part of the decision; an entitlement covering expenses is permissible. Appointments of unlimited duration are permissible.

(3) Upon request by an Assembly of Members, the Board of Directors shall disclose full information concerning the activities of its appointees and commissions under (2).

(4) The President alone or any two other members of the Board of Directors may exercise power of attorney on behalf of the organization. Legal actions valued at more than 1 000 € shall be executed only after a decision of the Board of Directors, under penalty of civil liability.

#### § 9 Meetings of the Board of Directors and Decisions

(1) The members of the Board of Directors shall be called to meetings by the President, or, in the event of his or her inability of act, by the Vice-President, in a timely manner, yet at least one week before the date of the meeting. Upon request of at least two Board members a meeting shall be called within one week. Participation in the meeting may either be in person or by use of telecommunications, such as telephone, video conference or internet telephony. The President or Vice-President shall chair the meetings; if neither attends, a Chairperson shall be elected.

(2) Three members of the Board of Directors constitute a quorum. The Board of Directors decides by simple majority of votes cast. In case of an equality of votes the vote of the President, or, if he or she is not present, that of the Chairperson, determines the outcome. A maximum of one member of the Board of Directors may, with effect for one meeting or a single vote, transfer his or her voting power to another member of the Board of Directors; the transfer is only valid if all other Board members were notified of it by e-mail before the begin of the meeting. The power of the President to decide in case of an equality of votes is not transferable.

(3) The Secretary shall record the minutes of the meetings. The minutes shall contain place and time of the meeting, the names of the participants, the decisions taken and the voting results.

(4) Board decisions in circulation procedure may be taken by a majority of Board members in written or electronic form. Silence shall not mean assent.

#### § 10 Finances

(1) The funds necessary for fulfilling the purposes of the organization shall be mainly drawn from membership fees and donations.

(2) The Treasurer shall be in charge of financial reporting and shall draft an annual financial report. Payments may only be executed upon authorization of the President, or, if he or she is unable to act, by the Vice-President.

(3) The annual report shall be audited by two Auditors, who shall be elected for a term of two years. The annual report shall be presented to the Assembly of Members for approval.

## § 11 Assembly of Members

(1) The Assembly of Members is competent for the following affairs:

- a) Receiving the reports of the Board of Directors,
- b) Determining membership fees,
- c) Election and dismissal of the Board of Directors and Auditors,
- d) Changes to the present Charter and dissolution of the organization,
- e) Appeals against denial of admission to and expulsion from the organization,
- f) Discussion of all affairs of the organization.

(2) The Assembly of Members may enact 'Financial Regulations' which shall contain the details of the organization's financial affairs not set down in the present Charter.

(3) An Assembly of Members shall be held at least once per year. An Assembly of Members shall be called when required by the interests of the organization or when one fifth of regular members request an Assembly in writing with purpose and reasons given.

(4) Every Assembly of Members shall be called by the President, or, if he or she is unable to act, by the Vice-President, at least two weeks prior to the day of the Assembly by personal invitation. These shall be sent to an e-mail address provided by each member. The planned agenda shall be attached.

(5) Any regular member may, up until one week before the day of an Assembly of Members, request the addition of agenda items via e-mail or text message sent to the Board of Directors. Motions to amend the agenda proposed during an Assembly of Members shall be decided upon by the Assembly of Members.

(6) Every member may attend or speak at an Assembly of Members.

## § 12 Assembly of Members: Decisions

(1) An Assembly of Members shall be chaired by the President, or if he or she is unable to attend, by the Vice-President or another member of the Board of Directors. The Chairpersonship may be

transferred to an Election Committee for the duration of elections and the discussion preceding them.

(2) Only regular members may vote during an Assembly of Members. Every duly called Assembly of Members constitutes a quorum, irrespective of the number of members attending. A regular member may transfer his or her voting power to another member for the duration of an Assembly of Members or a single vote; the transfer is only valid if written proof is provided to the Board of Directors prior to the vote. A single member may not exercise more than two transferred voting powers.

(3) Unless otherwise specified by the Charter, decisions require a simple majority of votes cast; abstentions are not counted. Charter amendments and dissolution of the organization require a majority of three quarters of votes cast.

(4) The manner of the vote shall be decided by the President as Chairperson. A ballot must be cast in secret upon request of one fifth of attending regular members.

(5) Minutes of the meeting shall be recorded, to be signed by the President. The minutes shall contain place and time of the Assembly of Members, the number of attending members by category, the name of the Chairperson, the agenda, the decisions taken, the results of the votes and the manner of the votes.

## § 13 Dissolution

(1) Dissolution of the organization may only be decided by an Assembly of Members expressly called for such a purpose.

(2) Upon dissolution of the organization or renouncement of tax-privileged purposes all assets of the organization shall be forfeit to a public legal entity or another tax-privileged entity for use in pursuit of the promotion of art and culture as per § 52 paragraph 2 sentence 1 No. 5 of the Fiscal Code of Germany.