

Institut für Internationales Steuerrecht/Institute for International Taxation e.V.

Statutes

§ 1

Name, Registered Office and Financial Year

- (1) The Name of the Association shall be "Institut für Internationales Steuerrecht/Institute for International Taxation". The Association shall be entered in the Register of Associations. After entry in the Register of Associations, the name shall be supplemented by the words "eingetragener (Verein),"e.V.". It is hereinafter referred to as the "Association".
- (2) The Association has its Registered Office in Nordkirchen. The Association is to be entered in the Register of Associations.
- (3) The Financial Year is the calendar year.

§ 2

Purpose and Approach of the Association

- (1) The Association operates the " Institut für Internationales Steuerrecht/Institute for International Taxation".
- (2) The Association is a non-profit entity. It does not pursue any economic purposes of its own, but exclusively and directly charitable purposes within the meaning of the Section "Tax-privileged purposes" of the German Tax Code (Abgabenordnung, AO).
- (3) The purpose and approach of the Association are
- a) to promote research and teaching in International Tax Law and the implementation of tax-related findings in practice in the field of International Tax Law;
 - b) to conduct and promote basic and practice-oriented tax law research;
 - c) to promote dialogue between those working in the legislative, administrative, judicial, academic, professional, corporate and research and teaching fields in the field of International Tax Law;
 - d) to establish cooperation with all persons and institutions active in the field of International Tax Law;
 - e) to express an opinion on questions of International Tax Law;
 - f) to establish and maintain Bilateral Associations (§ 12) which pursue the same purposes as the Association.
- (2) The purpose and approach of the Association shall be realized in particular by
- a) informing the General Public on the subjects of International Tax Law by means of targeted information events and other information media;

- b) enhancing the expertise of all specialists in International Tax Law by setting up forums, discussion groups, seminars and conferences and by publishing articles in domestic and international publications on specific problems in the fields of International Tax Law;
 - (c) organizing an annual event or conference and workshops and seminars;
 - (d) carrying out research projects.
- (3) The Association operates nationwide an internationally and maintains close contact with domestic and foreign research and educational institutions.
- (4) The Association is non-profit-making; it does not primarily pursue its own economic purposes. The members do not receive any allowances from the funds of the Association. Funds of the Association may only be used for the purposes laid down in the Statutes. No persons may be favored by expenses not in line with the purpose or by disproportionately high remuneration.
- (5) The funds required for the purpose of the Association are raised by:
- a) membership fees (§ 3);
 - b) income from events;
 - c) donations;
 - d) subsidies;
 - e) other income.

§ 3

Membership Fees

- (1) Membership Fees are to be collected from the Members. Details are defined in the Membership Fee Statutes.
- (2) The Executive Board of the Association may waive Membership Fees not being transferred on time if their collection would be unreasonable or the effort required for collection would be disproportionately high.

§ 4

Membership in the Association

- (1) Any natural or juristic person or association of individuals who/which is engaged in research, teaching or practice in the field of International Tax Law may become a Member of the Association. The application for membership must be made in writing or digitally. The Executive Board decides on the application. The applicant has the right to appeal against the rejection, which does not require any justification, to the General Meeting, which then makes the final decision.
- (2) The Membership expires through resignation, exclusion, death or dissolution of the legal entity. Withdrawal can only take place at the end of the business year. It must be declared in writing or digitally to the Executive Board by September 30.

(3) Exclusion can only take place for good cause. Important reasons are, in particular, behavior damaging to the Association's objectives, the violation of statutory obligations or arrears of contributions for two consecutive years. The Executive Board decides on the exclusion. The Member is entitled to appeal against the exclusion to the General Meeting, which must be addressed in writing to the Executive Board within one month. The General Meeting makes the final decision within the framework of the Association. The Member reserves the right to review the measure by appealing to the ordinary courts. Appeals to the ordinary courts have suspensive effect until the court's decision becomes final.

§ 5

Legal Bodies

The Legal Bodies of the Association are

- a) the General Meeting (§ 6) and
- b) the Executive Board (§ 7) and
- c) the Scientific Advisory Board (§ 9).

§ 6

General Meeting

(1) Once a year, an ordinary General Meeting in physical or digital form is to be convened and the agenda to be communicated. General Meetings are to be convened in writing or electronically by a Member of the Executive Board. The invitation period is one month. The period begins with the day following the dispatch of the invitation letter. The letter of invitation is deemed to have been received by the Members if it was sent to the last address or electronic address communicated to the Association. The agenda must be supplemented if a Member requests this in writing at least one week before the scheduled date. The addition must be announced at the beginning of the meeting.

(2) An extraordinary General Meeting is to be convened if the Executive Board considers it necessary or if at least one third of the Members request this in writing.

(3) The General Meeting has a quorum regardless of the number of Members present. However, if the General Meeting has been convened at the request of Members, at least one third of the Members must have attended and participated in the passing of a resolution.

(4) The Chairmen of the Executive Board lead the meeting in the General Meeting, if they are prevented, any member of the Executive Board. If no member of the Executive Board is present, the General Meeting elects its Chairman.

(5) The responsibilities of the General Meeting are:

- a) Election of the Executive Board;
- b) Election of the Cash Auditor;
- c) Acceptance of the Annual Report of the Executive Board;
- d) Acceptance of the Report of the Managing Directors;

- e) Discharge of the Members of the Executive Board;
- f) Acceptance of and making amendments to the Membership Fee Statutes;
- g) Determination of expense allowances;
- h) Decisions on the admission and exclusion of Members in cases of appeal;
- i) Amendment of the Statutes;
- j) Dissolution of the Association.

(6) The General Meeting decides by majority vote.

(7) A majority of three quarters of the votes of the members of a General Meeting convened for this purpose is required to amend the Statutes.

(8) Minutes are to be taken of the main events and results of the General Meeting. These are to be signed by a member of the Executive Board.

§ 7

Executive Board

(1) The Executive Board consists of

three Chairmen (Directors of the Institute for International Taxation). The Executive Board may consist of further members to be elected by the General Meeting, who may also be assigned special areas of responsibility. The General Meeting decides on the number of additional Executive Board members when electing the Executive Board.

(2) The Directors of the Institute for International Taxation should have the qualifications for employment as professors of a domestic or foreign university and be active in the field of International Tax Law. Only Members of the Association shall become members of the Executive Board.

(3) The Executive Board is elected by the ordinary General Meeting for a period of three years. The elected Executive Board remains in office until any new election. Re-election is permissible. If a member of the Executive Board resigns during the election period, a substitute member may be appointed by the Executive Board for the remaining period.

(4) Executive Board meetings should take place at least once a year. An Executive Board meeting is to be called if at least two Executive Board members demand the meeting.

(5) In its meetings, the Executive Board decides by resolution with a simple majority of the votes cast. It is quorate if all members of the Executive Board have been invited in writing with a notice period of fourteen days, stating the subject of the meeting, and at least two members, including one of the Chairmen of the Executive Board, are present. Each member of the Executive Board has one vote.

(6) Outside of meetings, resolutions of the Executive Board may be passed in writing, by telephone, orally or by fax or e-mail, provided that all members of the Executive Board participate in the passing of the resolution and no objections have been raised to the manner in which the resolution is passed.

(7) As long as the majority of the Executive Board does not decide otherwise, the Chairmen of the Executive Board are entitled to decide on all matters, which do not belong to the area of responsibility of the General Meeting. They are authorized to represent the Association on their own. With respect

to the internal relationship every Chairman of the Executive Board is only entitled to conduct the regular business of the Association on his own. Transactions with a value exceeding the amount of € 2,000.00 require the approval of the Executive Board.

(8) Membership of the Executive Board expires with the membership of the Association.

§ 8

Management

The Association may have one or more Managing Directors. Unless the Executive Board decides otherwise, the Managing Directors are responsible for

- a) the handling of current affairs entrusted to it by the Executive Board;
- b) taking the minutes of the meetings of the Executive Board and the General Meeting;
- c) the financial administration of the Association and the Institute, the control of the use of funds and the control of income and expenditure.

§ 9

Scientific Advisory Board

(1) The Association shall appoint a Scientific Advisory Board. The Scientific Advisory Board consists of

- (a) the Chairmen of the Executive Board; and
- (b) other Members.

(2) The Scientific Advisory Board has the task of providing scientific support to the Association for the fulfilment of the Association's purposes. For this purpose it may form expert committees.

(3) The other Members of the Scientific Advisory Board are to be appointed by the Executive Board.

§ 10

Cash Audit

The General Meeting elects a cash auditor for a period of one year. Re-election is permitted.

§ 11

Association Offices

(1) The Offices of the Association are Honorary Offices.

(2) The members of the Executive Board and the Scientific Advisory Board as well as the Managing Directors will be reimbursed for actual expenses incurred in connection with conferences and general administration, such as travel expenses, telephone costs, postage, etc., upon presentation of an invoice.

(3) If the burden of the Executive Board or the Management transactions exceeds the reasonable amount of voluntary work, appropriate expense allowances may be granted.

(4) The General Meeting decides on the amount of expense allowances.

§ 12 Bilateral Associations

(1) The Association may establish and promote Bilateral Associations in the field of International Tax Law. This is to be decided by the Executive Board.

(2) The Bilateral Associations pursue the purposes mentioned in § 2 paragraph 3. In particular, they have the purpose of imparting knowledge of the tax law of the respective foreign state and the Federal Republic of Germany through publications, lectures and other events, as well as stimulating and supporting academic work on issues of importance to the legal practitioners of both countries.

§ 13

Association assets in the event of Resignation of Members and Discontinuation of the Association

(1) Resigning members have no claims to the assets of the Association.

(2) In the event of dissolution or annulment of the Association or if tax-privileged purposes cease to exist, the assets of the Association shall be transferred to the University of Finance North Rhine Westphalia, Nordkirchen. The General Meeting may appoint other recipients. The recipients must be public corporations or corporations specially recognised as tax-privileged for use in adult education and vocational training within the meaning of § 2 Paragraph 3 of the Statutes.

§ 14

Amendments to the Statutes by the Executive Board

The Executive Board is authorized to amend the Statutes,

- (a) which relate only to the wording of the Statutes
- (b) to eliminate inconsistencies in wording;
- (c) which are necessary to eliminate objections to the Register of Associations or other objections or obstacles in legal or official proceedings.

§ 15

Interpretation of the Statutes

Each provision of these Statutes is to be interpreted in such a way that the exclusively and directly non-profit-making purposes of the Association are not impaired.

§ 16

Final provisions

(1) The day of the establishment of the Association and Institute shall be the day on which the last Founding Member has approved the Statutes by signature.

(2) Should any individual provision of the Statutes be invalid or unenforceable, or should this become so due to changes in the law or jurisdiction, the validity of the remaining parts of the Statutes shall remain unaffected. The invalid or unenforceable provision shall be replaced by a valid provision that comes as close as possible to the economically intended purpose.