



IAWHP e.V.

Konrad-Wachsmann-Allee 2
03046 Cottbus, Deutschland

tel +49 355 69 48 82

mail info@iawhp.com

web www.iawhp.com

Association Statutes

§ 1. Name and seat, fiscal year

- 1.1. The Association is officially named the “International Association of World Heritage Professionals” (hereinafter “the Association”).
- 1.2. The seat and jurisdiction of the Association is Cottbus, Germany.
- 1.3. The Association is to be included in the Register of Associations after which its name will be followed by the suffix “e.V.”, the presence of which confirms the official registration status of the Association.
- 1.4. The fiscal year aligns with the calendar year.

§ 2. Purpose

- 2.1. The purpose of the Association is to promote science and research as well as the professional development of its members, both academically and vocationally, especially in the area of natural and cultural heritage. The Association shall adhere to the goals of the United Nations Educational, Scientific and Cultural Organization (hereinafter “UNESCO”).
- 2.2. To achieve its purpose the Association shall:
 - 2.2.1. Build a network of graduates (alumni) of the master programs World Heritage Studies and Heritage Conservation and Site Management at the Brandenburg University of Technology Cottbus-Senftenberg (hereinafter “BTU”);
 - 2.2.2. Nurture contact between members and national as well as international experts in the areas that UNESCO supports;
 - 2.2.3. Encourage and organize panels, conferences and other events to provide training and continuing education;
 - 2.2.4. Organize meetings and programs in co-operation with other organizations in order to promote new contacts and provide opportunities to exchange experiences;
 - 2.2.5. Initiate relevant research projects and publish the results, in co-operation with BTU or other educational and research institutions, associations or NGOs;

- 2.2.6. Provide non-remunerated support and guidance for students enrolled in the master programs World Heritage Studies and Heritage Conservation and Site Management, as well as those inscribed in doctoral and post-doctoral programs related to cultural and natural heritage at BTU in reaching their educational and research goals.

§ 3 Charitable Status

- 3.1. The Association exclusively pursues not-for-profit goals, in accordance with the “tax-privileged” provisions of the German Tax Code.
- 3.2. The Association is active in a not-for-profit manner. It does not pursue its activities or its goals for economic gain.
- 3.3. The financial means of the Association may be used only for purposes in line with the Statutes. The members receive no financial benefits from the Association.
- 3.4. No person shall be favored by endorsements, especially for purposes which are not in line with the goals of the Association, or through disproportionately high remuneration.

§4 Memberships

- 4.1. Members of the Association can be:
 - 4.1.1. Graduates (alumni) of the master programs World Heritage Studies and Heritage Conservation and Site Management, as well as those inscribed in doctoral and post-doctoral programs related to cultural and natural heritage at BTU;
 - 4.1.2. Graduates from other master’s or equivalent programs and doctoral candidates in fields related to cultural and natural heritage;
 - 4.1.3. All natural persons, if they support the goals of the Association.
 - 4.2. A prerequisite for the admittance of a member is a written request for membership. The board will take the decision based on an evaluation of the application. The membership is first effective once the payment of the annual contribution is complete.
 - 4.3. When reviewing application requests, the Board of Directors shall assure that the majority of the members of the Association are graduates (alumni) of the master programs World Heritage Studies and Heritage Conservation and Site Management, or from doctoral programs at BTU.
 - 4.4. Members have the right to submit proposals to the Board of Directors and to participate in all activities organized by the Association.
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- 4.5. The membership can end:
- 4.5.1. Through cancellation to the end of the year, that is to be announced in writing to the Board of Directors by December 20th of that year;
 - 4.5.2. Through expulsion. A member, who has violated the interests of the Association grossly or repeatedly, can be disbarred from the Association based on the decision of the Board of Directors. The decision is to be made and communicated to the member by means of an official letter. The member has the right to respond to the Board of Director's letter at a General Assembly held within a month after the decision has been announced. In this case, the Board of Directors will add this point to the agenda of the next General Assembly and will enclose all relevant documents in the invitation. Following the decision at the General Assembly, the rights and duties of the membership cease. The expulsion comes into effect only after the completion of the above-mentioned proceedings;
 - 4.5.3. Through not paying the membership fee for two consecutive years. The member shall be notified two times about the potential loss of membership and given not less than 60 days to fulfil the payment. Based on the decision of the Board of Directors, a member that did not respond to the demand of payment, will be excluded. The member whose membership was cancelled may appeal the decision in the manner prescribed in the preceding article (4.5.2.).
 - 4.5.4. Through death.

§5 Financial Means

- 5.1. The financial means of the Association are raised through:
- 5.1.1. Member contributions;
 - 5.1.2. Grants, donations and subsidies;
 - 5.1.3. Revenue from events;
 - 5.1.4. Interest.
- 5.2. The annual membership fee amount is decided by the General Assembly in accordance with the needs of the Association and specified in the Regulation of Membership Fees.
- 5.3. The Association generates a yearly closing budget.

§6 Organs

- 6.1. The organs of the Association are:
 - 6.1.1. The General Assembly;
 - 6.1.2. The Board of Directors;
 - 6.1.3. The Auditors.

§7 The General Assembly

- 7.1. An orderly General Assembly shall be held at least once in every three years, summoned through the Board of Directors and communicated, along with the meeting's agenda, in writing or through e-mail, with at least four weeks of prior notice.
- 7.2. An extraordinary General Assembly is convened based on the decision of the Board of Directors or by reasonable request of at least 33% of the legally competent members and communicated along with the meeting's agenda, in writing or through e-mail with at least two weeks of prior notice.
- 7.3. The General Assembly and the extraordinary General Assembly may be held online through an appropriate text, sound, video sharing software and/or live-streaming. Decisions of such an assembly may be made with additional software or services, such as specifically designed polling websites. The Board shall prepare a proceeding document with rules according to which an online General Assembly shall be held. The mentioned document shall be sent to the members along with the call for an online General Assembly. Upon conclusion of the online General Assembly, minutes of the meeting shall be sent in writing, or through email, to all participating members for approval. In case the majority of the participating members reject the minutes, the online General Assembly shall be deemed invalid and a new General Assembly shall be called for in accordance with paragraphs 7.1 and 7.2.
- 7.4. The General Assembly is in the position to make binding decisions regardless of the number of attendees, both present or voting by proxy, as long as the meeting was duly convened. The General Assembly is headed by a member of the Board of Directors, unless the Board has chosen a representative selected from the members, to replace her/him.
- 7.5. Members unable to attend the General Assembly, whether convened by physical or virtual attendance, may authorize another member to act as their proxy and vote in their name. A corresponding notification has to be sent by the principal to the Board of Directors by e-mail or postal mail and must be received before the General Assembly commences. The notification must include the name as well as membership number of both the principal and proxy, as well as, the General Assembly specified by date. No member can act as a proxy for more than two people during one General Assembly.

- 7.6. The General Assembly should strive to make decisions unanimously. If this cannot be reached, the decision should be made on the basis of a simple majority. Decisions on amendments to the statute require a majority of at least $2/3$ of the submitted votes. Voting occurs by way of a hand sign; decisions can also be reached by means of secret ballot at the request of even a single voter. In case of an online General Assembly, voting may also occur as mentioned in § 7.3. Votes are only valid for legally competent members. In case of a draw, the motion is counted as rejected, and must be subject to a new poll.
- 7.7. Tasks of the General Assembly are:
- 7.7.1. Defining priorities and goals of the Association for the following three years or until next General Assembly;
 - 7.7.2. Evaluation and acceptance or rejection of the report by the Board of Directors on activities implemented and on the budget of the Association;
 - 7.7.3. To relieve the Board of Directors and to appoint auditors;
 - 7.7.4. Resolutions about the work of the Association;
 - 7.7.5. Decisions on the participation of non-members at the General Assembly;
 - 7.7.6. Confirmation of the removal of members from the Association and the Advisory Body;
 - 7.7.7. Selection, replacement and removal of members from the Board of Directors;
 - 7.7.8. Evaluation of the Association's activities;
 - 7.7.9. Establishment of advisory bodies and working groups on specific topics;
 - 7.7.10. Decisions on statute changes and dissolution of the Association.
- 7.8. In urgent cases, proposals for addition to the agenda can be presented to the Board of Directors at the latest two weeks before the start of the General Assembly. The head of the General Assembly may accordingly add to the agenda at the beginning of the meeting. For proposals regarding changes to the statute refer to paragraph § 10.2.
- 7.9. The decisions of the General Assembly are to be recorded in writing and are confirmed by the signatures of the head of the General Assembly and the secretary. Each Association member is entitled to view these written records.

§ 8 The Board of Directors

- 8.1. The Board of Directors consists of:
 - 8.1.1. A chairperson;
 - 8.1.2. A deputy chairperson;
 - 8.1.3. A secretary;
 - 8.1.4. A public information officer;
 - 8.1.5. A membership officer;
 - 8.1.6. A treasurer;
 - 8.1.7. A deputy treasurer.
- 8.2. The chairperson and his/her deputy are independently and separately entitled to legally and extraordinarily represent and act on behalf of the Association.
- 8.3. The treasurer is empowered to freely command over the account of the Association, in accordance with § 2 and § 3 of the Statute. Spending exceeding 500 Euro must be approved by the majority of the Board. All financial activities must be presented to the General Assembly in a report at least once in every three years.
- 8.4. The members of the Board of Directors are volunteers. The Board members are elected in the General Assembly for the duration of three years and remain in the position until the new Board is elected. In case a General Assembly is called before the lapse of the three year term, Board members may collectively or individually resign to allow election of the new Board in accordance with the following paragraphs. In case of premature retirement of a member of the Board of Directors, the Board can determine a replacement member for the remainder of the office period, including an adequate substitute for the chairperson and/or his/her deputy.
- 8.5. The Board member shall notify other Board members about her or his desire to prematurely retire. The Board informs members of the Association upon receiving such request and upon choosing the replacement Board member.
- 8.6. In case the Board member is not active for a prolonged period, and such inactivity infringes the statutory activities of the Association, majority of remaining Board members may decide such inactive Board member as prematurely retired and propose a replacement. The Board informs members of the Association at least four weeks prior to making such decision and again immediately after it. If the prematurely retired Board member considers such decision unjustified, she or he may call, within two weeks after the decision, for an extraordinary General Assembly where the participating members may choose to reverse the decision of the Board. The extraordinary General Assembly shall convene not sooner than four weeks and not later than six months from the call of the prematurely retired Board member.

- 8.7. Members may serve in the Board of Directors for not more than two consecutive terms, respectively six consecutive years. Members who have already served in the Board of Directors for two consecutive terms (six consecutive years) are again eligible for election to the Board of Directors after an intermission of at least one term (at least two consecutive years).
- 8.8. The Board of Directors looks after the Association's formal business, represents the public interests of the Association and organizes the General Assembly. It is especially responsible for determining the specific tasks to be performed by the Association and the manner in which the association's finances are to be used. In doing so, it has to work in accordance with any decisions taken in the General Assembly regarding such issues. If required, the Board can appoint a business administrator. Within the limits of the Association's financial resources, all other tasks of the Association, in accordance with § 2 and § 3 of the Statute, can be completed by paid employees.
- 8.9. The Board of Directors makes decisions during meetings or – if this not possible or very difficult – also through written correspondence, via telephone or e-mail. The Board of Directors makes its decisions based on the majority of the present/participating members. The decisions are to be recorded by the secretary in the minutes, which should be reviewed by another member of the Board of Directors for completeness and accuracy.
- 8.9. Between board meetings, the members of the Board have the responsibility to report to the chairperson on their work progress, especially before and after completion of tasks which entail public involvement.

§ 9 The Auditors

- 9.1. The General Assembly chooses among its members two qualified persons as auditors for the duration of three years or until the next General Assembly, whichever occurs first. These persons must not be members of the Board of Directors.
- 9.2. The auditors have the task to evaluate the accounting and the financial management of the Association.
- 9.3. The auditors must compile and present a report detailing the results of their auditing for the General Assembly. They have the right to view all operational documents and to propose a resolution to relieve the Board.

§ 10 Statute changes

- 10.1. Statute changes can take place only following a vote at the General Assembly by means of 2/3-majority of the present members.

- 10.2. Proposals on statute changes are to be announced to the Board of Directors in writing and are to be included as a point of discussion in the agenda, which is to be included in the invitations to the next General Assembly.
- 10.3. The Board of Directors can undertake statute changes requested or required by the district court without consultation with the members. A report of the changes must be presented at the next General Assembly.

§ 11 Annulment of the Association

- 11.1. The decision to dissolve the Association can only be made with a 3/4 majority vote held at a General Assembly convened strictly for this purpose.
- 11.2. The dissolution occurs through the Board of Directors or through liquidators chosen at the General Assembly.
- 11.3. In case of annulment or the dissolution of the Association or in case of loss of its “tax-privilege” status, the assets of the Association are to be transferred to BTU which is bound to use the funds directly and exclusively for charitable purposes.

Cottbus, 9 May 2019