

Constitution of the Free International Wandering School for Biodynamic Agriculture

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Preamble

The Free International Wandering School for Biodynamic Agriculture Culture (hereinafter referred to as "Wandering School") wants to enable people to practice honest biodynamic agriculture as the most sustainable way of farming in the world for their own motives in their countries. For this purpose it trains farmers and multipliers in holistic biodynamic methods and enables a worldwide exchange of experience in the sense of a beneficial international development cooperation. The worldwide networking of the biodynamic partners should have a beneficial effect on the economic and social development of all participating countries through fair dealings with each other.

In the spirit of the open-source idea, the school would like to see enthusiasm in the expanded view of agriculture arising from the anthroposophical knowledge of man and the world. This should spread and develop independently in the countries, adapted to regional and cultural needs.

The character of the wandering school, to learn from each other across cultures, also requires attentive joint opinion-forming and decision-making processes within the association. Therefore dialogue, listening to others, reconciling interests and finding the best solution for all should be the focus of the school's activities.

§ 1 Name, Seat and Fiscal Year

(1) The association bears the name Freie Internationale Wanderschule für Biodynamische Agrar-Kultur.

After the entry in the register of associations, the name suffix "eingetragener Verein" is added in the abbreviated form "e.V."

(2) The seat of the association is Aichelberg.

(3) The financial year is the calendar year.

§ 2 Purpose of the Association

The purpose of the association is to promote

- development cooperation
- education, training and vocational training
- nature conservation and landscape management as well as
- of science and research.

The purpose of the statutes is realised in particular by

- the education and further training of people in biodynamic farming, landscape design, increasing soil fertility and biodiversity, species-appropriate animal husbandry, successful business management and, in general, ecologically and economically sustainable farming methods

- the organisation and implementation of training courses, seminars and conferences
- the organisation of international exchange of experience among biodynamic farmers on issues such as landscape design, increasing soil fertility and biodiversity, species-appropriate animal husbandry and increasing the vitality of biodynamic farms
- the promotion of scientific research on topics of sustainability and the further development of biodynamic farming methods through cooperation with researchers and universities
- promoting worldwide cooperation between universities and research institutions and improving the availability of scientific results in all countries.

§ 3 Non-profit status

(1) The association pursues exclusively and directly charitable purposes in the sense of the section "tax-privileged purposes" of the tax code.

(2) The Association acts selflessly; it does not primarily pursue its own economic purposes.

(3) The association's funds may only be used for purposes in accordance with the statutes. The members do not receive any contributions from the funds of the association.

(4) No person may be favoured by expenses that are alien to the purpose of the association as a corporation or by disproportionately high remuneration.

§ 4 Membership

(1) The following may become members of the Association: all natural or legal persons involved in the production, processing and sale of biodynamic products or in biodynamic consultancy and research, as well as all associations, institutions and persons inspired by anthroposophy.

(2) Membership is acquired on the basis of a written application for membership by resolution of the Executive Board. Each member also becomes a member of a professional group (§ 6); he must state the respective professional group in his application for membership. In case of doubt, the Board assigns a member to a specific section.

(3) Each member has the right to submit applications, inquiries, proposals or complaints to the Board.

(4) Every member has the right to participate in the Delegate Meetings without voting rights and to take part in the discussion. The general invitation shall be sent by post or e-mail.

(5) The members have to make financial contributions. The amount of the membership fee shall be determined by the Assembly of Delegates in a membership fee schedule, taking into account the tasks of the Association and the performance capabilities of the individual members on the recommendation of the Executive Board.

(6) The membership ends by death, resignation, exclusion, or with corporate members and legal entities with legal force of the dissolution resolution. If a corporate member decides to dissolve, this must be reported to the Executive Board immediately.

(7) The resignation must be declared in writing with a period of notice of 3 months to the end of the year.

(8) A member can be excluded by the Executive Board for important reasons. The member has the right to appeal to an arbitration court according to §10 if an arbitration court has been established and arbitration rules have been issued.

§ 5 Organs of the Association

Organs of the association:

- The professional groups
- The Assembly of Delegates
- The Advisory Board
- The Board of Directors

§ 6 Professional groups

(1) To fulfil its statutory duties, the Association shall form the following dependent subdivisions:

- (a) Agricultural producers and organisations thereof
- (b) producers and distributors and organisations thereof, as well as consumers and consumer associations
- (c) associations and individuals inspired by anthroposophy and researchers
- (d) the employees, freelancers and consultants of the school.

(2) The acquisition of the membership in the association goes hand in hand with the membership in a professional group.

- (a) Producers and their organisations shall be assigned to the specialised section referred to in paragraph 1(a).
- (b) Producers, traders of agricultural products and their organisations, consumers and consumer associations shall be assigned to the specialised section referred to in paragraph 1 (b).
- (c) Members from the field of associations and persons inspired by anthroposophy and from research shall be assigned to the specialised section referred to in paragraph 1 (c).
- (d) Employees, freelancers and consultants of the school shall be assigned to the section referred to in paragraph 1 letter d).

(3) The sections shall elect the delegates to the Assembly of Delegates in accordance with § 7 para. 9.

§ 7 Assembly of Delegates

(1) The affairs of the Association shall be regulated by the ordinary Assembly of Delegates to be convened by the Executive Committee. For this purpose, it may pass resolutions to which the organs of the Association are bound.

The ordinary Assembly of Delegates takes place once a year. The Assembly of Delegates may also be held by order of the Board of Directors using modern means of communication without a spatial meeting of the delegates (virtual assembly); further details are regulated in the Rules of Procedure of the Assembly of Delegates.

(2) In particular, the ordinary Assembly of Delegates is responsible for:

- the receipt of the annual report from the executive committee, management and responsible employees
- Approval of the annual financial statements and discharge of the Management Board from liability
- the approval of the budget and the fixing of contributions
- the election and discharge of the advisory board of the association
- the election and discharge of the Executive Board
- the election of the cash auditors
- strategic decisions on the association's policy
- the change of the statute, the resolution and the change of association rules, and the dissolution of the association.

(3) An extraordinary Assembly of Delegates must be convened by the Executive Committee if the Executive Committee or 1/3 of the delegates so request in writing.

(4) The written invitation to the delegates and deputies must be sent at least three weeks before the delegates' meeting and must include the agenda. It can be invited in text form (§ 126b BGB). At the request of one or more delegates, an addition to the agenda shall be made, provided that the Board can notify the delegates of the addition by post or in text form one week before the meeting.

(5) The Assembly of Delegates constitutes a quorum if a proper invitation has been issued. It passes its resolutions by a majority of the votes cast.

For elections, the provisions governing the passing of resolutions shall apply mutatis mutandis, unless otherwise stipulated below. According to the resolution of the Assembly of Delegates, several offices to be elected may also be held by election of a group as a whole (block election) or between several groups of candidates (list election). If there are more candidates than there are offices to be filled, the candidates with the most votes are elected (relative majority); in the event of a tie, the election between the candidates concerned is repeated, after which, in the event of a new tie, the decision is made by lot.

Resolutions may also be passed outside the Assembly of Delegates. For this purpose, the draft resolution with a statement of reasons must be sent to all delegates in text form (§ 126b BGB) with the instruction to be able to vote yes, no or abstain within 3 weeks in text form; the decisive factor for the beginning of the period is the dispatch to the last known

address and for the end of the period the receipt of the declaration by the Executive Board. Each delegate has the opportunity to comment in text form to all delegates within this period. The majority requirements are the same as in an assembly of delegates; however, resolutions are only passed if at least 50% of the delegates take part in the vote.

(6) Resolutions on matters not included in the invitation may only be passed by a majority of 2/3 of the delegates. Amendments to the Articles of Association, including changes to the purpose of the Association, the dissolution of the Association and conversions in accordance with the Transformation Act, may only be decided with a majority of 2/3 of the votes of the delegates and only if the motion for resolution was announced with the invitation.

(7) Amendments to the Articles of Association which become necessary due to a change in legal regulations or at the request of the tax office or the register of associations may be decided by the Executive Board without the participation of the Assembly of Delegates.

(8) Minutes shall be taken of the course of the meeting, which shall be signed by a member of the Board of Directors and by the minute-taker.

(9) The election of the delegates

(a) Delegates shall be elected by the professional groups for a period of three calendar years. When the delegates are elected, deputies individually assigned to the delegates shall be elected at the same time, who shall assume the rights and duties of the delegates if they are prevented from doing so. If delegates resign during the election period, the deputies shall continue to perform their duties until new delegates and their deputies have been elected. Sending professional groups shall be informed in good time before the end of the term of office of the forthcoming new elections of the delegates and shall be requested to nominate suitable candidates for the new elections.

b) The elected delegates and their deputies shall remain in office until new delegates have been elected.

c) The details of the election procedure shall be laid down in election regulations. The voting rules shall also determine the total number of delegates and the proportion of delegates to be elected by each section. The growth of the Association and the number of members assigned to the individual sections as well as the interests and needs represented by the sections shall be adequately taken into account.

(10) The delegates shall be continuously involved in the information flow of the Association and shall be informed at least three months before each meeting of delegates about the forthcoming decisions. If possible, they discuss the topics in their professional groups and present the results to the delegates' assembly. They report regularly on decisions, activities and topics of the association in their professional groups and organisations. This procedure may be deviated from in the case of resolutions that are currently necessary.

(11) The delegates have the right to demand information on all matters of the Association and to inspect the books and other documents.

(12) The delegates exercise their voting rights to the best of their knowledge and belief. They are not bound by the instructions of the professional groups and organisations sending them.

(13) Until the first Assembly of Delegates, their rights, duties and tasks shall be exercised by the General Assembly. Within the first year, the Executive Committee shall set up the system of delegates described in § 6, which shall then commence its work and elect a new Executive Committee at the end of the second year.

§ 8 Advisory Board

(1) The association has an advisory board which consists of 3 persons and is elected for a period of 5 years; it remains in office until a new advisory board is elected and has accepted the election. Re-election is possible. If a member leaves the Advisory Board before the end of his term of office, the other members may co-opt a new member; at the next Assembly of Delegates the new member of the Advisory Board shall be confirmed for the remaining term of office.

(2) The Association Advisory Board has the task of proposing suitable candidates to the Delegates Assembly for election to the Board of Directors, concluding service contracts with the Board of Directors in the name of the Association, advising the Board of Directors and, after hearing the auditors, proposing its discharge to the Delegates Assembly. He may inspect all business transactions and documents of the Executive Board at any time.

(3) The Advisory Board may receive remuneration up to the limit of § 3 No. 26a EStG in addition to the reimbursement of proven, necessary and reasonable expenses.

(4) The Advisory Board shall adopt its own rules of procedure.

§ 9 Management Board

(1) The association has at least one executive committee. The Executive Board manages the Association's business and represents the Association in and out of court. If several executive committees are appointed, each represents the association alone. The number of board members to be elected shall be decided by the Assembly of Delegates prior to the election of the board.

One member from each of the four professional groups shall belong to the executive committee, the professional group of employees and advisors shall provide 2 executive committees.

The executive committee is elected by the assembly of delegates for a period of three years at the suggestion of the advisory board; it remains in office until the new executive committee is elected and has accepted its election. Re-election is possible.

(2) In the event of the resignation of a member before the end of the term of office, the Board may co-opt another member for the remainder of the term of office.

(3) The executive committee or individual members of the executive committee can be active full-time or appoint one or more managing directors. The Board may receive appropriate remuneration for its activities.

(4) On the basis of the resolutions of the Assembly of Delegates, the Executive Board shall adopt guidelines according to which the Executive Board and management shall act.

(5) The executive committee shall elect a chairman and a deputy chairman from among its members. The chairman, in the event of his absence the deputy chairman, convenes the meetings of the executive committee, chairs them and may, in urgent cases, take provisional decisions alone. Such decisions require the immediate approval of the Executive Board.

(6) Board meetings usually take place at least three times a year, in addition if the interests of the Association so require. The executive committee has a quorum if it has been invited in text form two weeks in advance. Resolutions may also be passed outside board meetings. Resolutions can be passed without notice if all board members agree in text form. A majority of the votes cast is sufficient if the draft resolution has been communicated to the members of the Executive Board in text form two weeks in advance.

(7) The Executive Board shall pass its resolutions unanimously. If this is not possible, the Advisory Board shall be involved as mediator. If no unanimity is reached in this case either, the majority of the votes cast shall decide; in the event of a tie, the vote of the chairman shall decide.

(8) The Board of Directors may call upon managing directors and employees to attend its meetings without the right to vote as required.

(9) The Executive Board shall convene the Assembly of Delegates and appoint the Chairperson of the Assembly.

(10) § 31a BGB applies regardless of whether the executive committee receives remuneration.

(11) Resolutions of the Executive Board shall be recorded in minutes. The executive committee appoints a secretary who signs the minutes.

(12) The Board shall adopt its own rules of procedure.

(13) The members of the executive committee are released from the restrictions of § 181 BGB (Insichgeschäfte).

§ 10 Court of Arbitration

An arbitral tribunal may be set up to rule on all disputes arising from the interpretation and application of these Statutes, to the exclusion of the ordinary courts of law. Further details shall be governed by the Rules of Arbitration.

§ 11 Data protection

(1) The association collects, processes (stores, changes, transmits, blocks and deletes) and uses personal data of its members and third parties, in particular secretaries, employees and association staff, using data processing equipment, insofar as this data is necessary for membership or the realisation of the association's purpose and its secondary purposes, or if the data collection is necessary to safeguard the legitimate interests of the association and there is no reason to assume that the person concerned has a predominant legitimate interest in the exclusion of processing and use.

(2) Personal data include, but are not limited to, name, date of birth, address, communication connections, bank details, bank code, account number, functions in the association, membership in specialist groups, acquisition of licenses, certificates, performance results and entry data.

§ 12 Dissolution of the Association

(1) The dissolution of the Association can only be decided at the Assembly of Delegates. A majority of three quarters of the delegates present is required. The request for dissolution must be stated on the invitation.

(2) Liquidation shall be the responsibility of the Chairman and Vice-Chairman.

§ 13 Accumulation of the Association's Assets

The association's assets remaining after the liquidation are allocated to Forschungsring e.V. in Darmstadt as a non-profit association, which has to use them directly and exclusively for non-profit purposes of promoting biodynamic agriculture.