

## **Articles of Association of European Prison Litigation Network e.V. (Germany)**

### **Article 1 Name, registered office and financial year**

- (1) The Association bears the name “European Prison Litigation Network - Germany” (in abbreviated form: EPLN-Germany).
- (2) The Association’s registered office is in Berlin. The Association is to be registered in the Register of Associations of the competent local court.
- (3) The financial year is the calendar year. The first financial year is a short financial year.

### **Article 2 Purpose of the Association and tasks**

- (1) The Association pursues exclusively and directly public-benefit purposes within the meaning of the chapter “Tax-privileged purposes” of the Fiscal Code (AO: Abgabenordnung).
- (2) The Association is established with the following purposes:
  - to act to strengthen the judicial protection of the rights and freedoms of persons in detention, at the level of the bodies of the Council of Europe as well as that of its member states;
  - to foster cooperation between the organisations dealing with the judicial protection of detainees in Europe;
  - to provide a scientifically sound analysis of the lawmaking processes and evolution in the sphere of penitentiary law as well as of the effects from the introduction of rights in detention;
  - to give an account of the effectiveness of the judicial protection of fundamental rights in prison in the countries where the Association is represented.
- (3) The Association’s activity encompasses individual professionals and organisations advocating for the respect of the human rights of inmates, as well as all scientific disciplines involved in the study of the use of rights in prison.
- (4) Despite having a European scope, the Association nevertheless seeks to establish partnerships with organisations with a similar purpose elsewhere in the world.

### **Article 3 Public benefit status**

- (1) The Association acts altruistically; it does not primarily pursue its own economic purposes.
- (2) Association funds can be used only for the purposes set out in the Articles of Association. The members receive no allocations from the funds of the Association.

(3) No person may benefit by means of expenditure unrelated to the purpose of the Association or by means of inordinately high remuneration.

(4) In principle, the members of the Full Board, including the Chairs of the Board, act in an honorary capacity, without remuneration, in the performance of their duties though they are entitled to reimbursement for their expenses. However, it is possible for reasonable compensation or remuneration to be granted to one member or all members for their activities, at a flat rate fee or otherwise; the amount will be fixed by the Full Board, which will take tax regulations, maximum limits and the Association's financial standing into consideration in making this decision.

#### **Article 4      Membership in the international network**

EPLN e.V. is a member of the network *Réseau européen de recherche et d'actions en contentieux pénitentiaire* / European Prison Litigation Network (France) and supports its worldwide efforts to the extent that they comply with the purposes of this statute and do not affect the Association's independence.

#### **Article 5      Full members, supporters and dues**

(1) Full membership is open to natural persons, associations of persons and legal entities that wish to take an active part in the life of the Association. Associations of persons and legal entities are further required to pursue civil society aims and exist for at least one year. Applications for admission as a full member should be submitted to the Full Board and should include the names of two members that will vouch for the applicant.

(2) Associations of persons, natural persons or legal entities meeting the criteria stipulated in section 1 that wish to support the Association can also join the Association as "supporters", without becoming full members. Supporters are not entitled to voting rights in the General Assembly. Section 1, sentence 2 applies, with the necessary modification, with respect to the application for admission as supporter and also with respect to a subsequent change of status.

(3) Membership is ended

- a) through voluntary withdrawal, of which the Full Board must be notified in writing;
- b) upon the dissolution or termination of a member that is an association of persons or a legal entity;
- c) upon the death of the member, in the case of natural persons,
- d) through expulsion for good cause on the basis of a resolution of the Full Board and notification of the party concerned regarding the resolution. In particular, serious breaches of duties contrary to the interests and/or aims of the Association are deemed good cause in this sense, as is the failure to pay membership dues that are owed de-

spite repeated reminders. Decisions on the expulsion of members are taken by the Full Board after a prior hearing. If the party concerned has voting rights, these are suspended during the expulsion procedure.

(4) The continued fulfilment of the requirements for admission will be reviewed by the Full Board at regular intervals of three years. If in the course of this review it emerges that the requirements for admission are no longer met, the member can be expelled from the association in accordance with subsection 3(d), after advance warning accompanied by the setting of a time limit.

(5) The association is authorised to collect membership dues; in that case the amount of these dues is to be fixed by the General Assembly on a proposal of the Full Board.

(6) Sections 3–5 apply with all the necessary modifications for supporters.

## **Article 6      Organs of the Association**

(1) The organs of the Association are:

- a) the General Assembly,
- b) the Full Board and
- c) the Chairs of the Board.

(2) In addition, the organs named in section 1 are supported by committees, working groups and project groups.

(3) The Full Board can appoint special representatives (*besonderer Vertreter*) within the meaning of Section 30 of the Federal Civil Code to manage day-to-day business. The representatives are also responsible for the management of the business office and conclusion of contracts of employment with its staff.

## **Article 7      General Assembly**

(1) The General Assembly is the highest organ of the Association. It takes decisions on all matters that are assigned to it by operation of law or in these Articles of Association and do not fall within the mandate of the other organs of the Association. In particular, it is competent for matters concerning the following:

- a) Determination of the strategic orientation of the Association,
- b) Election of members of the Full Board and Chairs of the Board,
- c) Receipt and acceptance of the annual accounts of the Treasurer,
- d) Adoption of resolutions on the Association's budget plan,
- e) Formal approval of the actions of the Full Board including the Chairs of the Board,
- f) Deciding on membership dues,
- g) Adoption of resolutions on amendments to these Articles of Association and the dissolution of the Association.

- (2) The General Assembly must be convened once a year by a Chair of the Board in a written invitation (or by email) with no less than two weeks advance notice, and the agenda must be included in the invitation. A duly convened General Assembly constitutes a quorum.
- (3) A Chair of the Board can convene an Extraordinary General Assembly at any time.
- (4) The Full Board can decide that participation in a General Assembly and/or the casting of votes in connection with a General Assembly can also occur via electronic channels (e.g. by way of an online conference or in connection with an assembly combining physical presence and online attendance using video, audio transmission). The personalized access data required for participation will be transmitted to the members with the invitation.
- (5) The General Assembly adopts resolutions with a simple majority of the valid votes cast unless otherwise provided below. Abstentions are always excluded from the calculation. A transfer of the voting rights to a third party is permissible and must be proved by the latter by written authorization.
- (6) Minutes of the General Assembly must be kept to record results, and these must be signed by a Chair of the Board and also by the keeper of the minutes.

#### **Article 8 Full Board and Chairs of the Board**

- (1) The Full Board is composed of at least 3 to no more than 10 natural persons. The period of office is three years. The members remain in office until the next election. Re-election is permissible up to a maximum duration of nine years. If one member resigns from the Board prematurely, the remaining members are entitled to add to their numbers by electing someone to serve until the end of the period of office.
- (2) In order to strengthen the connection with EPLN France, the EPLN e.V. Board co-opts further members of the organization EPLN France as Board members. EPLN e.V. membership is not necessary in this case. The number of co-opted members may not exceed one third of the number of Board members.
- (3) The Board is responsible for the day-to-day business of the association and controls its proper implementation. It has the following tasks in particular:
  - a) Communication, discussion and the adoption of resolutions on general policy matters,
  - b) Further development of concepts and project ideas as well as strategies in coordination with special representatives within the meaning of § 30 BGB ("*Besonderer Vertreter*") to order (see §6.3),
  - c) Voting on the conclusion of contracts and the Association's activities, including entering into cooperative partnerships,
  - d) Managing the Association's assets and election of a Treasurer (from outside or from its own ranks),
  - e) Admission of new members,

- f) Expulsion of members when good cause exists,
- g) All of the other tasks assigned to it under these Articles of Association.

(3) Resolutions of the Full Board are adopted by a simple majority of the members present. Minutes of these meetings must be prepared, and the minutes must be signed by the keeper of the minutes and must be sent to all other members of the Full Board without delay.

(4) The Board appoints two Board Chairs from among the members of the Full Board. These constitute the *Vorstand* [board] within the meaning of Section 26 of the Federal Civil Code. Each of the Chairs is authorised to represent the Association acting alone. The period in office of each is three years. The Chairs remain in office until the next election. Re-election is permissible up to a maximum duration of six years.

(5) In other respects the Full Board is entitled to adopt its own rules of procedure.

#### **Article 9      Procedures, financing arrangement and the public**

(1) The General Assembly and the Full Board will decide on and take actions necessary to achieve the aims of the Association as best they can. This includes topic-specific working groups. Working groups can elect coordinators.

(2) The General Assembly will strive to arrange diverse and varied funding for its activities by a wide range of private and public funding sources. The particulars of the Association's financing arrangements will be laid down in one of the guidelines/ by laws to be adopted by the General Assembly.

(3) The Association is committed to transparency in its actions. The following will be published on the website: major results of the work of the Association, of the General Assembly, of the Full Board, the platforms and the working groups; the financial planning, accounting and the major activity fields and activities of the Forum. The particulars will follow from the guidelines / by laws to be adopted by the General Assembly.

#### **Article 10      Amendments to the Articles of Association and dissolution of the Association**

(1) Amendments to the Articles of Association, changes of purpose and the dissolution of the Association always require an explicit announcement in the invitation for the General Assembly. The adoption of such resolutions requires at least a two-thirds majority of valid votes cast.

(2) Upon dissolution of the Association or discontinuance of the tax privileged purposes the Association's assets will fall to the share of a legal entity under public law or to another tax privileged corporation to be used to advance democratic government.