

**TRIALOG e.V. – Association for Scientific Research into Planning and Building in the Developing World**  
c/o A53 Habitat Unit, TU Berlin, Straße des 17. Juni 152, 10623 Berlin  
Bank details: IBAN DE06 4306 0967 1237 2813 00, BIC GENODEM1GLS, GLS Bank Bochum

## STATUTE

### Please note:

**As per the German Civil Code (BGB),  
only the original German version of the Statute is binding.  
This translation is intended for informational purposes only.**

## A. GENERAL

### **§ 1 Name, seat, non-profit status**

The Association carries the name "TRIALOG e.V. – Association for Scientific Research into Planning and Building in the Developing World" and is seated in Berlin. It exclusively and directly pursues the public good as described in the section "tax-privileged purposes" of the Tax Code. It is registered in the Berlin Register of Associations and has the abbreviation "e.V." [for "*eingetragener Verein*", or registered association] in its name. The short name of the Association is "TRIALOG e.V.".

### **§ 2 Association purpose**

The purpose of the Association is the promotion of science and research, in particular regarding planning and building in developing countries, to improve the understanding of developments and problems under the focus of socio-spatial theories and planning methodologies. This purpose is pursued in particular through the implementation of scientific events, the publication of specialist texts, research and practice reports, the promotion of cooperation with scientists from other continents, and the didactical preparation of study materials for the interested public.

In pursuit of this aim, the Association publishes the journal "TRIALOG".

### **§ 3 Assets, donations, remunerations**

The Association is non-profit; it does not primarily pursue financial interests.

Association funds may only be used for statutory purposes. Members do not receive payment(s) from the Association, except for reimbursement(s) for expenses in terms of the purpose of the association. Work done by members for the Association will be remunerated from the Association's funds only if the work significantly exceeds the normal level of voluntary activity and if the activities or work would have otherwise been outsourced to paid external service providers. For the award of remuneration of services conducted by a club member, a Board resolution is necessary in each individual case.

Expenses alien to the purpose of the Association shall not be remunerated, nor shall any person be favoured by disproportionately high remuneration.

## **B. ACQUISITION AND LOSS OF MEMBERSHIP**

### **§ 4 Members**

Both natural and legal persons can become members of the Association. Membership is acquired by written application for membership and payment of the first annual fee. Membership approval is decided upon by the Board.

The General Assembly can appoint persons as honorary members due to special merits in line with the Association's purpose or other legitimate reasons. Honorary members enjoy the full rights of a member, but are exempt from the payment of fees.

### **§ 5 Membership**

Membership is non-transferable; the exercise of membership rights cannot be ceded to others.

Membership is lost due to

- a) death
- b) voluntary withdrawal
- c) expulsion.

Resignation from the Association must be communicated in writing to the Board three (3) months in advance.

Based on the written request of a member, the Board can decide the expulsion of a member; in cases of an objection, the General Assembly decides. Reasons for expulsion are in particular:

- a) repeated deliberate violations of this Statute or the interests of the association, or against the decisions of the club's organs.
- b) a member taking personal advantage of information or data that was or is available only because of the club's activities.
- c) multi-year arrears of the membership fee.

## **C. RIGHTS AND OBLIGATIONS OF MEMBERS**

### **§ 6 Fees**

The Association levies membership fees from its members. For students and people in difficult financial situations as well as for people living in Asia, Africa and Latin America (remote membership) reduced fees apply. For institutional members higher dues are charged. The fees include the subscription to the journal, "TRIALOG". Long-distance members receive the magazine in digital form. The General Assembly decides on the amount and due date of membership fees. The accounting year is the calendar year.

### **§ 7 Other rights and obligations of members**

Each member is entitled to participate in the decision-making of the Association by exercising the right to apply, to discuss, and to vote in General Assemblies. Each member has one vote. The transfer of voting rights is not permitted. All members are entitled to participate in the events of the Association. All members are invited to actively participate in the realisation of the Association's goals.

## **D. REPRESENTATION AND ADMINISTRATION OF THE ASSOCIATION**

### **§ 8 Organs and institutions**

Organs of the Association are:

- a) the General Assembly,
- b) the Board.

### **§ 9 The General Assembly**

The ordinary General Assembly takes place once a year. It is convened by written invitation to all members. If, for whatever reason, the General Assembly cannot be held in the course of a calendar year, it must be conducted by the middle of the following year. The assembly must be announced at least 21 days prior to the date of the meeting and include the agenda as proposed by the Board.

The General Assembly decides about:

- a) the approval of the balance sheet and the budget
- b) the discharge of the Board
- c) the new election of the Board
- d) amendments of the Statute
- e) proposals by the Board and members
- f) the dissolution of the Association
- g) the exclusion of members.

Decisions are made by simple majority. Amendments to the Statute of Association require a majority of 3/4 of the votes cast; for the dissolution of the Association, 4/5 of the votes cast must be valid. The General Assembly is quorate if at least seven members are present. If a properly convened General Assembly is incapable of achieving a quorum, a new meeting shall be properly convened in which the members present, regardless of the actual number, shall constitute a quorum.

The negotiations and decisions of the General Assembly minutes must be recorded and subsequently undersigned by both the member of the Executive Board who is in charge of the Assembly and the Keeper of the Minutes.

### **§ 10 The Executive Board**

The Executive Board, as defined by §26 (1) BGB, comprises five equal members. For representation of the Association, as defined by § 26 (2) BGB, at least two Board Members are necessary. The members of the Executive Board are elected at the General Assembly for a term of two years, with the proviso that their term of office continues until the new election is held. A Board Member is appointed by the General Assembly as Cashier. If a member of the Executive Board resigns prior to the end of his/her term of office, the Executive Board may supplement itself for the remainder of the term of office of the departing Board Member by co-opting out of the membership of the Association. At the request of at least five members of the Association, the General Assembly can deselect and replace individual members of the Executive Board by a simple majority.

The Executive Board is responsible for the management of the Association. It gives itself rules of procedure. In all legal acts and contracts binding the Association, the Executive Board is obligated to include the condition that the members of the Association are liable only with the Association's assets. All office-bearers of the Executive

Board are volunteers.

### **§11 Dissolution of the Association, assets of the Association**

The dissolution of the Association can be decided only in a special General Assembly convened for this purpose.

In case of dissolution or annulment of the Association, or if its previous purpose ceases to apply, the entire assets of the Association, TRIALOG e.V., will be donated to the non-profit organisation:

Medico International e.V.

Burgstrasse 106

60389 Frankfurt / Main,

which has to use the assets directly and exclusively for public good or charitable purposes.

Members may not receive a share in the assets when they leave or when the Association is dissolved. Resolutions on the future use of the assets may only be carried out with the consent of the competent tax office if the Association is dissolved or revoked.

### **§12 Entry into force of the Statute of the Association**

Based on the Statute of the Association adopted by the founding assembly on 29.4.1983 in Darmstadt, the present amended Statute of the Association were approved by the General Assembly on 02.05.2009 in Berlin and came into force on the day of the resolution.

(Amended by resolutions of the General Assembly of 12.10.2013 in Berlin

and by resolutions of the General Assembly of 26.05.2020, which was carried out virtually via the conference tool ZOOM due to the COVID 19 pandemic)

For the correctness and completeness of the Statute according to § 71 BGB, the members of the Board sign as follows: